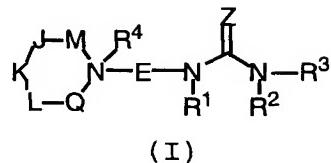


What is Claimed is:

1. A compound of formula (I):

5



or stereoisomers or pharmaceutically acceptable salts thereof, wherein:

10 M is absent or selected from  $\text{CH}_2$ ,  $\text{CHR}^5$ ,  $\text{CHR}^{13}$ ,  $\text{CR}^{13}\text{R}^{13}$ , and  $\text{CR}^5\text{R}^{13}$ ;

$\text{Q}$  is selected from  $\text{CH}_2$ ,  $\text{CHR}^5$ ,  $\text{CHR}^{13}$ ,  $\text{CR}^{13}\text{R}^{13}$ , and  $\text{CR}^5\text{R}^{13}$ ;

15 J and K are independently selected from  $\text{CH}_2$ ,  $\text{CHR}^5$ ,  $\text{CHR}^6$ ,  $\text{CR}^6\text{R}^6$  and  $\text{CR}^5\text{R}^6$ ;

L is selected from  $\text{CHR}^5$  and  $\text{CR}^5\text{R}^6$ ;

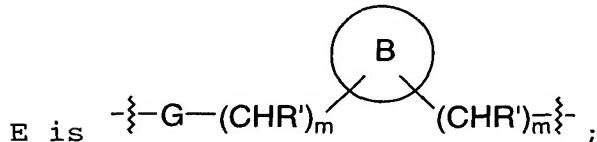
20 with the proviso:

when M is absent, J is selected from  $\text{CH}_2$ ,  $\text{CHR}^5$ ,  $\text{CHR}^{13}$ , and  $\text{CR}^5\text{R}^{13}$ ;

25 Z is selected from O, S,  $\text{NR}^{1a}$ ,  $\text{C}(\text{CN})_2$ ,  $\text{CH}(\text{NO}_2)$ , and  $\text{CHCN}$ ;

$\text{R}^{1a}$  is selected from H, C<sub>1-6</sub> alkyl, C<sub>3-6</sub> cycloalkyl,  $\text{CONR}^{1b}\text{R}^{1b}$ ,  $\text{OR}^{1b}$ , CN, NO<sub>2</sub>, and (CH<sub>2</sub>)<sub>w</sub>phenyl;

30  $\text{R}^{1b}$  is independently selected from H, C<sub>1-3</sub> alkyl, C<sub>3-6</sub> cycloalkyl, and phenyl;



G is selected from a bond, C=O, and SO<sub>2</sub>;

Ring B is a 5, 6, or 7 membered saturated heterocyclic ring wherein the heterocycle ring includes -NR<sup>9</sup>-, -O-, -S(O)<sub>p</sub>-, -NR<sup>9d</sup>C(O)-, -C(O)NR<sup>9d</sup>-, -C(O)O-, -OC(O)-, -NR<sup>9d</sup>C(O)NR<sup>9d</sup>, -NR<sup>9d</sup>C(O)O-, -NR<sup>9d</sup>S(O)<sub>2</sub>-, -S(O)<sub>2</sub>NR<sup>9d</sup>, or -OC(O)NR<sup>9d</sup>-, the heterocycle ring being optionally substituted by 0-2 R<sup>8</sup>;

10 R<sup>1</sup> and R<sup>2</sup> are independently selected from H, C<sub>1-8</sub> alkyl, C<sub>3-8</sub> alkenyl, C<sub>3-8</sub> alkynyl, and (CH<sub>2</sub>)<sub>r</sub>C<sub>3-6</sub> cycloalkyl;

15 R<sup>3</sup> is selected from methyl substituted with 0-1 R<sup>10</sup>, C<sub>2-8</sub> alkyl substituted with 0-3 R<sup>7</sup>, C<sub>3-8</sub> alkenyl substituted with 0-3 R<sup>7</sup>, C<sub>3-8</sub> alkynyl substituted with 0-3 R<sup>7</sup>, C<sub>2</sub> fluoroalkyl, C<sub>3-8</sub> haloalkyl, a (CR<sup>3'</sup>R<sup>3''</sup>)<sub>r</sub>-C<sub>3-10</sub> carbocyclic residue substituted with 0-5 R<sup>15</sup> and a (CR<sup>3'</sup>R<sup>3''</sup>)<sub>r</sub>-5-10 membered heterocyclic system containing 1-4 heteroatoms selected from N, O, and S, substituted with 0-3 R<sup>15</sup>;

25 R<sup>3'</sup> and R<sup>3''</sup>, at each occurrence, are selected from H, C<sub>1-6</sub> alkyl, (CH<sub>2</sub>)<sub>r</sub>C<sub>3-6</sub> cycloalkyl, and phenyl;

30 R<sup>4</sup> is absent, taken with the nitrogen to which it is attached to form an N-oxide, or selected from C<sub>1-8</sub> alkyl, C<sub>3-8</sub> alkenyl, C<sub>3-8</sub> alkynyl, (CH<sub>2</sub>)<sub>r</sub>C<sub>3-6</sub> cycloalkyl, (CH<sub>2</sub>)<sub>q</sub>C(O)R<sup>4b</sup>, (CH<sub>2</sub>)<sub>q</sub>C(O)NR<sup>4a</sup>R<sup>4a'</sup>, (CH<sub>2</sub>)<sub>q</sub>C(O)OR<sup>4b</sup>, and a (CH<sub>2</sub>)<sub>r</sub>-C<sub>3-10</sub> carbocyclic residue substituted with 0-3 R<sup>4c</sup>;

35 R<sup>4a</sup> and R<sup>4a'</sup>, at each occurrence, are selected from H, C<sub>1-6</sub> alkyl, (CH<sub>2</sub>)<sub>r</sub>C<sub>3-6</sub> cycloalkyl, and phenyl;

R<sup>4b</sup>, at each occurrence, is selected from C<sub>1-6</sub> alkyl, C<sub>3-8</sub> alkenyl, (CH<sub>2</sub>)<sub>r</sub>C<sub>3-6</sub> cycloalkyl, C<sub>3-8</sub> alkynyl, and phenyl;

5 R<sup>4c</sup>, at each occurrence, is selected from C<sub>1-6</sub> alkyl, C<sub>2-8</sub> alkenyl, C<sub>2-8</sub> alkynyl, C<sub>3-6</sub> cycloalkyl, Cl, F, Br, I, CN, NO<sub>2</sub>, (CF<sub>2</sub>)<sub>r</sub>CF<sub>3</sub>, (CH<sub>2</sub>)<sub>r</sub>OC<sub>1-5</sub> alkyl, (CH<sub>2</sub>)<sub>r</sub>OH, (CH<sub>2</sub>)<sub>r</sub>SC<sub>1-5</sub> alkyl, (CH<sub>2</sub>)<sub>r</sub>NR<sup>4a</sup>R<sup>4a'</sup>, and (CH<sub>2</sub>)<sub>r</sub>phenyl;

10 R<sup>5</sup> is selected from a (CR<sup>5'</sup>R<sup>5''</sup>)<sub>t</sub>-C<sub>3-10</sub> carbocyclic residue substituted with 0-5 R<sup>16</sup> and a (CR<sup>5'</sup>R<sup>5''</sup>)<sub>t-5-10</sub> membered heterocyclic system containing 1-4 heteroatoms selected from N, O, and S, substituted with 0-3 R<sup>16</sup>;

15 R<sup>5'</sup> and R<sup>5''</sup>, at each occurrence, are selected from H, C<sub>1-6</sub> alkyl, (CH<sub>2</sub>)<sub>r</sub>C<sub>3-6</sub> cycloalkyl, and phenyl;

20 R<sup>6</sup>, at each occurrence, is selected from C<sub>1-6</sub> alkyl, C<sub>2-8</sub> alkenyl, C<sub>2-8</sub> alkynyl, (CH<sub>2</sub>)<sub>r</sub>C<sub>3-6</sub> cycloalkyl, (CF<sub>2</sub>)<sub>r</sub>CF<sub>3</sub>, CN, (CH<sub>2</sub>)<sub>r</sub>NR<sup>6a</sup>R<sup>6a'</sup>, (CH<sub>2</sub>)<sub>r</sub>OH, (CH<sub>2</sub>)<sub>r</sub>OR<sup>6b</sup>, (CH<sub>2</sub>)<sub>r</sub>SH, (CH<sub>2</sub>)<sub>r</sub>SR<sup>6b</sup>, (CH<sub>2</sub>)<sub>r</sub>C(O)OH, (CH<sub>2</sub>)<sub>r</sub>C(O)R<sup>6b</sup>, (CH<sub>2</sub>)<sub>r</sub>C(O)NR<sup>6a</sup>R<sup>6a'</sup>, (CH<sub>2</sub>)<sub>r</sub>NR<sup>6d</sup>C(O)R<sup>6a</sup>, (CH<sub>2</sub>)<sub>r</sub>C(O)OR<sup>6b</sup>, (CH<sub>2</sub>)<sub>r</sub>OC(O)R<sup>6b</sup>, (CH<sub>2</sub>)<sub>r</sub>S(O)<sub>p</sub>R<sup>6b</sup>, (CH<sub>2</sub>)<sub>r</sub>S(O)<sub>2</sub>NR<sup>6a</sup>R<sup>6a'</sup>, 25 (CH<sub>2</sub>)<sub>r</sub>NR<sup>6d</sup>S(O)<sub>2</sub>R<sup>6b</sup>, and (CH<sub>2</sub>)<sub>t</sub>phenyl substituted with 0-3 R<sup>6c</sup>;

30 R<sup>6a</sup> and R<sup>6a'</sup>, at each occurrence, are selected from H, C<sub>1-6</sub> alkyl, C<sub>3-6</sub> cycloalkyl, and phenyl substituted with 0-3 R<sup>6c</sup>;

R<sup>6b</sup>, at each occurrence, is selected from C<sub>1-6</sub> alkyl, C<sub>3-6</sub> cycloalkyl, and phenyl substituted with 0-3 R<sup>6c</sup>;

$R^{6c}$ , at each occurrence, is selected from  $C_{1-6}$  alkyl,  $C_{3-6}$  cycloalkyl, Cl, F, Br, I, CN,  $NO_2$ ,  $(CF_2)_rCF_3$ ,  $(CH_2)_rOC_{1-5}$  alkyl,  $(CH_2)_rOH$ ,  $(CH_2)_rSC_{1-5}$  alkyl, and  $(CH_2)_rNR^{6d}R^{6d}$ ;

5

$R^{6d}$ , at each occurrence, is selected from H,  $C_{1-6}$  alkyl, and  $C_{3-6}$  cycloalkyl;

10 with the proviso that when any of J or K is  $CR^{6e}R^6$  and  $R^6$  is cyano, or bonded to the carbon to which it is attached through a heteroatom, the other  $R^6$  is not cyano, or bonded to the carbon to which it is attached through a heteroatom;

15  $R^7$  is selected from  $NO_2$ , CN,  $NR^{7a}R^{7a'}$ , OH,  $OR^{7d}$ ,  $C(O)H$ ,  $C(O)OH$ ,  $C(O)R^{7b}$ ,  $C(O)NR^{7a}R^{7a'}$ ,  $NR^{7f}C(O)OR^{7d}$ ,  $OC(O)NR^{7a}R^{7a'}$ ,  $NR^{7f}C(O)R^{7b}$ ,  $NR^{7f}C(O)NR^{7f}R^{7f}$ ,  $C(O)OR^{7d}$ ,  $OC(O)R^{7b}$ ,  $C(=NR^{7f})NR^{7a}R^{7a'}$ ,  $NHC(=NR^{7f})NR^{7f}R^{7f}$ ,  $S(O)_pR^{7b}$ ,  $S(O)_2NR^{7a}R^{7a'}$ ,  $NR^{7f}S(O)_2R^{7b}$ ,  $C_{1-6}$  haloalkyl;

20

$R^{7a}$  and  $R^{7a'}$ , at each occurrence, are selected from H,  $C_{1-6}$  alkyl,  $C_{3-8}$  alkenyl,  $C_{3-8}$  alkynyl, a  $(CH_2)_r-C_{3-10}$  carbocyclic residue substituted with 0-5  $R^{7e}$ , and a  $(CH_2)_r-5-10$  membered heterocyclic system containing 1-4 heteroatoms selected from N, O, and S, substituted with 0-2  $R^{7e}$ ;

30 alternatively,  $R^{7a}$  and  $R^{7a'}$ , along with the N to which they are attached, join to form a 5-6 membered heterocyclic system containing 1-2 heteroatoms selected from  $NR^{7h}$ , O, and S and optionally fused with a benzene ring or a 6-membered aromatic heterocycle;

35  $R^{7b}$ , at each occurrence, is selected from H,  $C_{1-6}$  alkyl,  $C_{3-8}$  alkenyl,  $C_{3-8}$  alkynyl, a  $(CH_2)_r-C_{3-6}$  carbocyclic

residue substituted with 0-3 R<sup>7e</sup>, and (CH<sub>2</sub>)<sub>r</sub>-5-6 membered heterocyclic system containing 1-4 heteroatoms selected from N, O, and S, substituted with 0-2 R<sup>7e</sup>;

5

R<sup>7d</sup>, at each occurrence, is selected from C<sub>3-8</sub> alkenyl, C<sub>3-8</sub> alkynyl, methyl, CF<sub>3</sub>, C<sub>2-6</sub> alkyl substituted with 0-3 R<sup>7e</sup>, a (CH<sub>2</sub>)<sub>r</sub>-C<sub>3-10</sub> carbocyclic residue substituted with 0-3 R<sup>7e</sup>, and a (CH<sub>2</sub>)<sub>r</sub>5-6 membered heterocyclic system containing 1-4 heteroatoms selected from N, O, and S, substituted with 0-3 R<sup>7e</sup>;

10

R<sup>7e</sup>, at each occurrence, is selected from C<sub>1-6</sub> alkyl, C<sub>2-8</sub> alkenyl, C<sub>2-8</sub> alkynyl, (CH<sub>2</sub>)<sub>r</sub>C<sub>3-6</sub> cycloalkyl, C(O)C<sub>1-6</sub> alkyl, C(O)OC<sub>1-6</sub> alkyl, Cl, F, Br, I, CN, NO<sub>2</sub>, (CF<sub>2</sub>)<sub>r</sub>CF<sub>3</sub>, (CH<sub>2</sub>)<sub>r</sub>OC<sub>1-5</sub> alkyl, OH, SH, (CH<sub>2</sub>)<sub>r</sub>SC<sub>1-5</sub> alkyl, (CH<sub>2</sub>)<sub>r</sub>NR<sup>7f</sup>R<sup>7f</sup>, (CH<sub>2</sub>)<sub>r</sub>phenyl, and a heterocycle substituted with 0-1 R<sup>7g</sup>, wherein the heterocycle is selected from imidazole, thiazole, oxazole, pyrazole, 1,2,4-triazole, 1,2,3-triazole, isoxazole, and tetrazole,;

15

R<sup>7f</sup>, at each occurrence, is selected from H, C<sub>1-6</sub> alkyl, C<sub>3-6</sub> cycloalkyl, and phenyl;

20

R<sup>7g</sup> is selected from methyl, ethyl, acetyl, and CF<sub>3</sub>;

25

R<sup>7h</sup> is selected from H, C<sub>1-6</sub> alkyl, C<sub>3-6</sub> cycloalkyl, (CH<sub>2</sub>)<sub>r</sub>phenyl, C(O)R<sup>7f</sup>, C(O)OR<sup>7i</sup>, and SO<sub>2</sub>R<sup>7i</sup>;

30

R<sup>7i</sup>, at each occurrence, is selected from C<sub>1-6</sub> alkyl, C<sub>3-6</sub> cycloalkyl;

35

R<sup>8</sup> is selected from C<sub>1-6</sub> alkyl, C<sub>2-8</sub> alkenyl, C<sub>2-8</sub> alkynyl, C<sub>1-6</sub> haloalkyl, a (CH<sub>2</sub>)<sub>r</sub>-C<sub>3-10</sub> carbocyclic residue

substituted with 0-3 R<sup>8c</sup>, and a (CH<sub>2</sub>)<sub>r</sub>-5-10 membered heterocyclic system containing 1-4 heteroatoms selected from N, O, and S, substituted with 0-2 R<sup>8c</sup>;

5 R<sup>8a</sup>, at each occurrence, are selected from H, C<sub>1-6</sub> alkyl, C<sub>2-8</sub> alkenyl, C<sub>2-8</sub> alkynyl, a (CH<sub>2</sub>)<sub>r</sub>-C<sub>3-10</sub> carbocyclic residue substituted with 0-5 R<sup>8e</sup>, and a (CH<sub>2</sub>)<sub>r</sub>-5-10 membered heterocyclic system containing 1-4 heteroatoms selected from N, O, and S, substituted with 0-3 R<sup>8e</sup>;

10 R<sup>8b</sup>, at each occurrence, is selected from C<sub>1-6</sub> alkyl, C<sub>3-8</sub> alkenyl, C<sub>3-8</sub> alkynyl, a (CH<sub>2</sub>)<sub>r</sub>-C<sub>3-6</sub> carbocyclic residue substituted with 0-2 R<sup>8e</sup>, and a (CH<sub>2</sub>)<sub>r</sub>-5-6 membered heterocyclic system containing 1-4 heteroatoms selected from N, O, and S, substituted with 0-3 R<sup>8e</sup>;

15 R<sup>8c</sup>, at each occurrence, is selected from C<sub>1-6</sub> alkyl, C<sub>2-8</sub> alkenyl, C<sub>2-8</sub> alkynyl, (CH<sub>2</sub>)<sub>r</sub>C<sub>3-6</sub> cycloalkyl, Cl, Br, I, F, (CF<sub>2</sub>)<sub>r</sub>CF<sub>3</sub>, NO<sub>2</sub>, CN, (CH<sub>2</sub>)<sub>r</sub>NR<sup>8f</sup>R<sup>8f</sup>, (CH<sub>2</sub>)<sub>r</sub>OH, (CH<sub>2</sub>)<sub>r</sub>OC<sub>1-4</sub> alkyl, (CH<sub>2</sub>)<sub>r</sub>SC<sub>1-4</sub> alkyl, (CH<sub>2</sub>)<sub>r</sub>C(O)OH, (CH<sub>2</sub>)<sub>r</sub>C(O)R<sup>8a</sup>, (CH<sub>2</sub>)<sub>r</sub>C(O)NR<sup>8f</sup>R<sup>8f</sup>, (CH<sub>2</sub>)<sub>r</sub>NR<sup>8f</sup>C(O)R<sup>8a</sup>, (CH<sub>2</sub>)<sub>r</sub>C(O)OC<sub>1-4</sub> alkyl, (CH<sub>2</sub>)<sub>r</sub>OC(O)R<sup>8b</sup>, (CH<sub>2</sub>)<sub>r</sub>S(O)<sub>p</sub>R<sup>8b</sup>, 25 (CH<sub>2</sub>)<sub>r</sub>S(O)<sub>2</sub>NR<sup>8f</sup>R<sup>8f</sup>, (CH<sub>2</sub>)<sub>r</sub>NR<sup>8f</sup>S(O)<sub>2</sub>R<sup>8b</sup>, and (CH<sub>2</sub>)<sub>r</sub>phenyl substituted with 0-3 R<sup>8e</sup>;

30 R<sup>8e</sup>, at each occurrence, is selected from C<sub>1-6</sub> alkyl, C<sub>2-8</sub> alkenyl, C<sub>2-8</sub> alkynyl, C<sub>3-6</sub> cycloalkyl, Cl, F, Br, I, CN, NO<sub>2</sub>, (CF<sub>2</sub>)<sub>r</sub>CF<sub>3</sub>, (CH<sub>2</sub>)<sub>r</sub>OC<sub>1-5</sub> alkyl, (CH<sub>2</sub>)<sub>r</sub>OH, (CH<sub>2</sub>)<sub>r</sub>SH, (CH<sub>2</sub>)<sub>r</sub>SC<sub>1-5</sub> alkyl, (CH<sub>2</sub>)<sub>r</sub>NR<sup>8f</sup>R<sup>8f</sup>, and (CH<sub>2</sub>)<sub>r</sub>phenyl;

35 R<sup>8f</sup>, at each occurrence, is selected from H, C<sub>1-6</sub> alkyl, and C<sub>3-6</sub> cycloalkyl;

R<sup>9</sup> is selected from H, CH<sub>3</sub>, C<sub>2-6</sub> alkyl substituted with 0-3 R<sup>9a</sup>, C<sub>3-8</sub> alkenyl, C<sub>3-8</sub> alkynyl, C<sub>1-6</sub> haloalkyl, (CHR')<sub>r</sub>C(O)C<sub>1-6</sub> alkyl substituted with 0-3 R<sup>9j</sup>, (CHR')<sub>r</sub>C(O)OC<sub>1-6</sub> alkyl substituted with 0-3 R<sup>9b</sup>, (CHR')<sub>r</sub>C(O)NR<sup>9d</sup>R<sup>9d'</sup>, (CHR')<sub>r</sub>S(O)<sub>2</sub>C<sub>1-6</sub> alkyl, S(O)<sub>2</sub>C<sub>1-6</sub> haloalkyl, (CHR')<sub>r</sub>S(O)<sub>2</sub>NR<sup>9d</sup>R<sup>9d</sup>, R<sup>9'</sup>, (CHR')<sub>r</sub>C(O)R<sup>9'</sup>, (CHR')<sub>r</sub>C(O)NR<sup>9d</sup>R<sup>9'</sup>, (CHR')<sub>r</sub>S(O)<sub>2</sub>R<sup>9'</sup>, and (CHR')<sub>r</sub>S(O)<sub>2</sub>NR<sup>9d</sup>R<sup>9'</sup>;

10

R<sup>9'</sup>, at each occurrence, is independently selected from (CHR')<sub>r</sub>C<sub>3-6</sub> cycloalkyl substituted with 0-3 R<sup>9e</sup>, (CHR')<sub>r</sub>phenyl substituted with 0-3 R<sup>9c</sup>, (CHR')<sub>r</sub>-5-10 membered heterocyclic system containing 1-4 heteroatoms selected from N, O, and S, substituted with 0-3 R<sup>9c</sup>,

15

R<sup>9a</sup>, at each occurrence, is selected from CN, NO<sub>2</sub>, OC<sub>1-5</sub> alkyl, CF<sub>3</sub>, OH, OC<sub>1-5</sub> alkyl, OC(O)C<sub>1-5</sub> alkyl, SC<sub>1-5</sub> alkyl, S(O)<sub>p</sub>C<sub>1-5</sub> alkyl, and NR<sup>9d</sup>R<sup>9d'</sup>;

20

R<sup>9b</sup>, at each occurrence, is selected from C<sub>3-6</sub> cycloalkyl, CN, (CF<sub>2</sub>)<sub>r</sub>CF<sub>3</sub>, (CH<sub>2</sub>)<sub>q</sub>OC<sub>1-5</sub> alkyl, (CH<sub>2</sub>)<sub>q</sub>OH, (CH<sub>2</sub>)<sub>q</sub>SC<sub>1-5</sub> alkyl, (CH<sub>2</sub>)<sub>r</sub>S(O)<sub>p</sub>C<sub>1-5</sub> alkyl, and (CH<sub>2</sub>)<sub>q</sub>NR<sup>9d</sup>R<sup>9d'</sup>;

25

R<sup>9c</sup>, at each occurrence, is selected from C<sub>1-6</sub> alkyl, C<sub>3-6</sub> cycloalkyl, Cl, F, Br, I, CN, NO<sub>2</sub>, (CF<sub>2</sub>)<sub>r</sub>CF<sub>3</sub>, (CH<sub>2</sub>)<sub>r</sub>OC<sub>1-5</sub> alkyl, (CHR')<sub>r</sub>C(O)C<sub>1-5</sub> alkyl, (CHR')<sub>r</sub>C(O)OC<sub>1-5</sub> alkyl, (CHR')<sub>r</sub>C(O)NR<sup>9d</sup>R<sup>9d'</sup>, (CH<sub>2</sub>)<sub>r</sub>OH, (CH<sub>2</sub>)<sub>r</sub>SC<sub>1-5</sub> alkyl, (CH<sub>2</sub>)<sub>r</sub>S(O)<sub>p</sub>C<sub>1-5</sub> alkyl, and (CH<sub>2</sub>)<sub>r</sub>NR<sup>9d</sup>R<sup>9d'</sup>;

provided that if R<sup>9c</sup> is attached to a carbon attached to the nitrogen on Ring B, then R<sup>9c</sup> is selected from

$(CH_2)_qOH$ ,  $(CH_2)_qOC_{1-5}$  alkyl,  $(CH_2)_qSC_{1-5}$  alkyl,  
 $(CH_2)_qS(O)_qC_{1-5}$  alkyl, and  $(CH_2)_qNR^{9d}R^{9d'}$ ;

5         $R^{9d}$  and  $R^{9d'}$ , at each occurrence, are independently  
selected from H, C<sub>1-6</sub> alkyl, C<sub>3-6</sub> cycloalkyl, and  
phenyl;

10      alternatively,  $R^{9d}$  and  $R^{9d'}$ , along with the N to which  
they are attached, join to form a 5-6 membered  
heterocyclic system containing 1-2 heteroatoms  
selected from NR<sup>9h</sup>, O, and S and optionally fused  
with a benzene ring or a 6-membered aromatic  
heterocycle;

15      R<sup>9e</sup>, at each occurrence, is selected from C<sub>1-6</sub> alkyl, C<sub>3-6</sub>  
cycloalkyl, Cl, F, Br, I, CN, NO<sub>2</sub>, (CF<sub>2</sub>)<sub>r</sub>CF<sub>3</sub>,  
 $(CH_2)_rOC_{1-5}$  alkyl, (CHR')<sub>r</sub>C(O)OC<sub>1-5</sub> alkyl,  
(CHR')<sub>r</sub>C(O)NR<sup>9d</sup>R<sup>9d'</sup>,  $(CH_2)_rOH$ ,  $(CH_2)_rSC_{1-5}$  alkyl,  
 $(CH_2)_rS(O)_pC_{1-5}$  alkyl, and  $(CH_2)_rNR^{9d}R^{9d'}$ , or  
20      alternatively, two R<sup>9e</sup> on the same carbon atom form  
=O;

R<sup>9h</sup> is selected from H, C<sub>1-6</sub> alkyl, C<sub>3-6</sub> cycloalkyl,  
 $(CH_2)_r$ phenyl, C(O)R<sup>9f</sup>, C(O)OR<sup>9i</sup>, and SO<sub>2</sub>R<sup>9i</sup>;

25      R<sup>9i</sup>, at each occurrence, is selected from C<sub>1-6</sub> alkyl, C<sub>3-6</sub>  
cycloalkyl;

30      R<sup>9j</sup>, at each occurrence, is selected from C<sub>3-6</sub> cycloalkyl,  
CN, (CF<sub>2</sub>)<sub>r</sub>CF<sub>3</sub>,  $(CH_2)_rOC_{1-5}$  alkyl,  $(CH_2)_rOH$ ,  $(CH_2)_rSC_{1-5}$   
alkyl,  $(CH_2)_rS(O)_pC_{1-5}$  alkyl, and  $(CH_2)_rNR^{9d}R^{9d'}$ ;

R<sup>10</sup> is selected from C(O)H, C(O)OH, C(O)R<sup>10b</sup>,  
C(O)NR<sup>10a</sup>R<sup>10a'</sup>, C(O)OR<sup>10d</sup>, C(=NR<sup>10f</sup>)NR<sup>10a</sup>R<sup>10a'</sup>,  
S(O)R<sup>10b</sup>, S(O)<sub>2</sub>R<sup>10b</sup>, S(O)<sub>2</sub>NR<sup>10a</sup>R<sup>10a'</sup>;

R<sup>10a</sup> and R<sup>10a'</sup>, at each occurrence, are selected from H, C<sub>1-6</sub> alkyl, C<sub>3-8</sub> alkenyl, C<sub>3-8</sub> alkynyl, a (CH<sub>2</sub>)<sub>r</sub>-C<sub>3-10</sub> carbocyclic residue substituted with 0-5 R<sup>10e</sup>, and a (CH<sub>2</sub>)<sub>r</sub>-5-10 membered heterocyclic system containing 5  
1-4 heteroatoms selected from N, O, and S, substituted with 0-2 R<sup>10e</sup>;

alternatively, R<sup>10a</sup> and R<sup>10a'</sup>, along with the N to which they are attached, join to form a 5-6 membered 10  
heterocyclic system containing 1-2 heteroatoms selected from NR<sup>10h</sup>, O, and S and optionally fused with a benzene ring or a 6-membered aromatic heterocycle;

15 R<sup>10b</sup>, at each occurrence, is selected from C<sub>1-6</sub> alkyl, C<sub>3-8</sub> alkenyl, C<sub>3-8</sub> alkynyl, a (CH<sub>2</sub>)<sub>r</sub>-C<sub>3-6</sub> carbocyclic residue substituted with 0-3 R<sup>10e</sup>, and (CH<sub>2</sub>)<sub>r</sub>-5-6 membered heterocyclic system containing 1-4 20  
heteroatoms selected from N, O, and S, substituted with 0-2 R<sup>10e</sup>;

R<sup>10d</sup>, at each occurrence, is selected from C<sub>3-8</sub> alkenyl, C<sub>3-8</sub> alkynyl, methyl, CF<sub>3</sub>, C<sub>2-6</sub> alkyl substituted with 0-3 R<sup>10e</sup>, a (CH<sub>2</sub>)<sub>r</sub>-C<sub>3-10</sub> carbocyclic residue 25  
substituted with 0-3 R<sup>10e</sup>, and a (CH<sub>2</sub>)<sub>r</sub>-5-6 membered heterocyclic system containing 1-4 heteroatoms selected from N, O, and S, substituted with 0-3 R<sup>10e</sup>;

30 R<sup>10e</sup>, at each occurrence, is selected from C<sub>1-6</sub> alkyl, C<sub>2-8</sub> alkenyl, C<sub>2-8</sub> alkynyl, (CH<sub>2</sub>)<sub>r</sub>C<sub>3-6</sub> cycloalkyl, C(O)C<sub>1-6</sub> alkyl, C(O)OC<sub>1-6</sub> alkyl, Cl, F, Br, I, CN, NO<sub>2</sub>, (CF<sub>2</sub>)<sub>r</sub>CF<sub>3</sub>, (CH<sub>2</sub>)<sub>r</sub>OC<sub>1-5</sub> alkyl, OH, SH, (CH<sub>2</sub>)<sub>r</sub>SC<sub>1-5</sub> alkyl, (CH<sub>2</sub>)<sub>r</sub>NR<sup>10f</sup>R<sup>10f</sup>, (CH<sub>2</sub>)<sub>r</sub>phenyl, and a 35  
heterocycle substituted with 0-1 R<sup>10g</sup>, wherein the heterocycle is selected from imidazole, thiazole,

oxazole, pyrazole, 1,2,4-triazole, 1,2,3-triazole,  
isoxazole, and tetrazole,;

5       R<sup>10f</sup>, at each occurrence, is selected from H, C<sub>1-6</sub> alkyl,  
C<sub>3-6</sub> cycloalkyl, and phenyl;

R<sup>10g</sup> is selected from methyl, ethyl, acetyl, and CF<sub>3</sub>;

10      R<sup>10h</sup> is selected from H, C<sub>1-6</sub> alkyl, C<sub>3-6</sub> cycloalkyl,  
(CH<sub>2</sub>)<sub>r</sub>phenyl, C(O)R<sup>10f</sup>, C(O)OR<sup>10i</sup>, and SO<sub>2</sub>R<sup>10i</sup>;

R<sup>10i</sup>, at each occurrence, is selected from C<sub>1-6</sub> alkyl, C<sub>3-6</sub> cycloalkyl;

15     R<sup>13</sup>, at each occurrence, is selected from C<sub>1-6</sub> alkyl, C<sub>2-8</sub> alkenyl, C<sub>2-8</sub> alkynyl, C<sub>3-6</sub> cycloalkyl, (CF<sub>2</sub>)<sub>w</sub>CF<sub>3</sub>,  
(CH<sub>2</sub>)<sub>q</sub>NR<sup>13a</sup>R<sup>13a'</sup>, (CH<sub>2</sub>)<sub>q</sub>OH, (CH<sub>2</sub>)<sub>q</sub>OR<sup>13b</sup>, (CH<sub>2</sub>)<sub>q</sub>SH,  
(CH<sub>2</sub>)<sub>q</sub>SR<sup>13b</sup>, (CH<sub>2</sub>)<sub>w</sub>C(O)OH, (CH<sub>2</sub>)<sub>w</sub>C(O)R<sup>13b</sup>,  
(CH<sub>2</sub>)<sub>w</sub>C(O)NR<sup>13a</sup>R<sup>13a'</sup>, (CH<sub>2</sub>)<sub>q</sub>NR<sup>13d</sup>C(O)R<sup>13a</sup>,  
20     (CH<sub>2</sub>)<sub>w</sub>C(O)OR<sup>13b</sup>, (CH<sub>2</sub>)<sub>q</sub>OC(O)R<sup>13b</sup>, (CH<sub>2</sub>)<sub>w</sub>S(O)<sub>p</sub>R<sup>13b</sup>,  
(CH<sub>2</sub>)<sub>w</sub>S(O)<sub>2</sub>NR<sup>13a</sup>R<sup>13a'</sup>, (CH<sub>2</sub>)<sub>q</sub>NR<sup>13d</sup>S(O)<sub>2</sub>R<sup>13b</sup>, and (CH<sub>2</sub>)<sub>w</sub>-  
phenyl substituted with 0-3 R<sup>13c</sup>;

25     R<sup>13a</sup> and R<sup>13a'</sup>, at each occurrence, are selected from H,  
C<sub>1-6</sub> alkyl, C<sub>3-6</sub> cycloalkyl, and phenyl substituted  
with 0-3 R<sup>13c</sup>;

R<sup>13b</sup>, at each occurrence, is selected from C<sub>1-6</sub> alkyl, C<sub>3-6</sub> cycloalkyl, and phenyl substituted with 0-3 R<sup>13c</sup>;

30     R<sup>13c</sup>, at each occurrence, is selected from C<sub>1-6</sub> alkyl, C<sub>3-6</sub> cycloalkyl, Cl, F, Br, I, CN, NO<sub>2</sub>, (CF<sub>2</sub>)<sub>r</sub>CF<sub>3</sub>,  
(CH<sub>2</sub>)<sub>r</sub>OC<sub>1-5</sub> alkyl, (CH<sub>2</sub>)<sub>r</sub>OH, (CH<sub>2</sub>)<sub>r</sub>SC<sub>1-5</sub> alkyl, and  
(CH<sub>2</sub>)<sub>r</sub>NR<sup>13d</sup>R<sup>13d</sup>;

35

$R^{13d}$ , at each occurrence, is selected from H, C<sub>1-6</sub> alkyl, and C<sub>3-6</sub> cycloalkyl;

$R^{15}$ , at each occurrence, is selected from =O, C<sub>1-8</sub> alkyl,

5 (CH<sub>2</sub>)<sub>r</sub>C<sub>3-6</sub> cycloalkyl, Cl, Br, I, F, NO<sub>2</sub>, CN,

(CHR')<sub>r</sub>NR<sup>15a</sup>R<sup>15a'</sup>, (CHR')<sub>r</sub>OH, (CHR')<sub>r</sub>O(CHR')<sub>r</sub>R<sup>15d</sup>,

(CHR')<sub>r</sub>SH, (CHR')<sub>r</sub>C(O)H, (CHR')<sub>r</sub>C(O)OH,

(CHR')<sub>r</sub>C(O)(CHR')<sub>r</sub>R<sup>15b</sup>, (CHR')<sub>r</sub>C(O)NR<sup>15a</sup>R<sup>15a'</sup>,

(CHR')<sub>r</sub>NR<sup>15f</sup>C(O)O(CHR')<sub>r</sub>R<sup>15d</sup>, (CHR')<sub>r</sub>OC(O)NR<sup>15a</sup>R<sup>15a'</sup>,

10 (CHR')<sub>r</sub>NR<sup>15f</sup>C(O)(CHR')<sub>r</sub>R<sup>15b</sup>, (CHR')<sub>r</sub>NR<sup>15f</sup>C(O)NR<sup>15f</sup>R<sup>15f</sup>,

(CHR')<sub>r</sub>C(O)O(CHR')<sub>r</sub>R<sup>15d</sup>, (CHR')<sub>r</sub>OC(O)(CHR')<sub>r</sub>R<sup>15b</sup>,

(CHR')<sub>r</sub>C(=NR<sup>15f</sup>)NR<sup>15a</sup>R<sup>15a'</sup>, (CHR')<sub>r</sub>NHC(=NR<sup>15f</sup>)NR<sup>15f</sup>R<sup>15f</sup>,

(CHR')<sub>r</sub>S(O)<sub>p</sub>(CHR')<sub>r</sub>R<sup>15b</sup>, (CHR')<sub>r</sub>S(O)<sub>2</sub>NR<sup>15a</sup>R<sup>15a'</sup>,

(CHR')<sub>r</sub>NR<sup>15f</sup>S(O)<sub>2</sub>(CHR')<sub>r</sub>R<sup>15b</sup>, C<sub>1-6</sub> haloalkyl, C<sub>2-8</sub>

15 alkenyl substituted with 0-3 R', C<sub>2-8</sub> alkynyl

substituted with 0-3 R', (CHR')<sub>r</sub>phenyl substituted

with 0-3 R<sup>15e</sup>, and a (CH<sub>2</sub>)<sub>r</sub>-5-10 membered

heterocyclic system containing 1-4 heteroatoms

selected from N, O, and S, substituted with 0-2 R<sup>15e</sup>;

20

R', at each occurrence, is independently selected from H,

C<sub>1-6</sub> alkyl, C<sub>3-8</sub> alkenyl, C<sub>3-8</sub> alkynyl, (CH<sub>2</sub>)<sub>r</sub>C<sub>3-6</sub>

cycloalkyl, and (CH<sub>2</sub>)<sub>r</sub>phenyl substituted with R<sup>15e</sup>;

25 R<sup>15a</sup> and R<sup>15a'</sup>, at each occurrence, are selected from H,

C<sub>1-6</sub> alkyl, C<sub>3-8</sub> alkenyl, C<sub>3-8</sub> alkynyl, a (CH<sub>2</sub>)<sub>r</sub>-C<sub>3-10</sub>

carbocyclic residue substituted with 0-5 R<sup>15e</sup>, and a

(CH<sub>2</sub>)<sub>r</sub>-5-10 membered heterocyclic system containing

1-4 heteroatoms selected from N, O, and S,

30 substituted with 0-2 R<sup>15e</sup>;

alternatively, R<sup>15a</sup> and R<sup>15a'</sup>, along with the N to which

they are attached, join to form a 5-6 membered

heterocyclic system containing 1-2 heteroatoms

35 selected from NR<sup>15h</sup>, O, and S and optionally fused

with a benzene ring or a 6-membered aromatic heterocycle;

R<sup>15b</sup>, at each occurrence, is selected from C<sub>1-6</sub> alkyl, C<sub>3-8</sub> alkenyl, C<sub>3-8</sub> alkynyl, a (CH<sub>2</sub>)<sub>r</sub>-C<sub>3-6</sub> carbocyclic residue substituted with 0-3 R<sup>15e</sup>, and (CH<sub>2</sub>)<sub>r</sub>-5-6 membered heterocyclic system containing 1-4 heteroatoms selected from N, O, and S, substituted with 0-2 R<sup>15e</sup>;

10

R<sup>15d</sup>, at each occurrence, is selected from C<sub>3-8</sub> alkenyl, C<sub>3-8</sub> alkynyl, methyl, CF<sub>3</sub>, C<sub>2-6</sub> alkyl substituted with 0-3 R<sup>15e</sup>, a (CH<sub>2</sub>)<sub>r</sub>-C<sub>3-10</sub> carbocyclic residue substituted with 0-3 R<sup>15e</sup>, and a (CH<sub>2</sub>)<sub>r</sub>5-6 membered heterocyclic system containing 1-4 heteroatoms selected from N, O, and S, substituted with 0-3 R<sup>15e</sup>;

15

R<sup>15e</sup>, at each occurrence, is selected from C<sub>1-6</sub> alkyl, C<sub>2-8</sub> alkenyl, C<sub>2-8</sub> alkynyl, (CH<sub>2</sub>)<sub>r</sub>C<sub>3-6</sub> cycloalkyl, C(O)C<sub>1-6</sub> alkyl, C(O)OC<sub>1-6</sub> alkyl, Cl, F, Br, I, CN, NO<sub>2</sub>, (CF<sub>2</sub>)<sub>r</sub>CF<sub>3</sub>, (CH<sub>2</sub>)<sub>r</sub>OC<sub>1-5</sub> alkyl, OH, SH, (CH<sub>2</sub>)<sub>r</sub>SC<sub>1-5</sub> alkyl, (CH<sub>2</sub>)<sub>r</sub>NR<sup>15f</sup>R<sup>15f</sup>, (CH<sub>2</sub>)<sub>r</sub>phenyl, and a heterocycle substituted with 0-1 R<sup>15g</sup>, wherein the heterocycle is selected from imidazole, thiazole, oxazole, pyrazole, 1,2,4-triazole, 1,2,3-triazole, isoxazole, and tetrazole,;

25

R<sup>15f</sup>, at each occurrence, is selected from H, C<sub>1-6</sub> alkyl, C<sub>3-6</sub> cycloalkyl, and phenyl;

30

R<sup>15g</sup> is selected from methyl, ethyl, acetyl, and CF<sub>3</sub>;

R<sup>15h</sup> is selected from H, C<sub>1-6</sub> alkyl, C<sub>3-6</sub> cycloalkyl, (CH<sub>2</sub>)<sub>r</sub>phenyl, C(O)R<sup>15f</sup>, C(O)OR<sup>15i</sup>, and SO<sub>2</sub>R<sup>15i</sup>;

35

R<sup>15i</sup>, at each occurrence, is selected from C<sub>1-6</sub> alkyl, C<sub>3-6</sub> cycloalkyl;

R<sup>16</sup>, at each occurrence, is selected from C<sub>1-8</sub> alkyl, C<sub>2-8</sub>

5 alkenyl, C<sub>2-8</sub> alkynyl, (CH<sub>2</sub>)<sub>r</sub>C<sub>3-6</sub> cycloalkyl, Cl, Br, I, F, NO<sub>2</sub>, CN, (CHR')<sub>r</sub>NR<sup>16a</sup>R<sup>16a'</sup>, (CHR')<sub>r</sub>OH, (CHR')<sub>r</sub>O(CHR')<sub>r</sub>R<sup>16d</sup>, (CHR')<sub>r</sub>SH, (CHR')<sub>r</sub>C(O)H, (CHR')<sub>r</sub>C(O)OH, (CHR')<sub>r</sub>C(O)(CHR')<sub>r</sub>R<sup>16b</sup>, (CHR')<sub>r</sub>C(O)NR<sup>16a</sup>R<sup>16a'</sup>, (CHR')<sub>r</sub>NR<sup>16f</sup>C(O)(CHR')<sub>r</sub>R<sup>16b</sup>, (CHR')<sub>r</sub>C(O)O(CHR')<sub>r</sub>R<sup>16d</sup>, (CHR')<sub>r</sub>OC(O)(CHR')<sub>r</sub>R<sup>16b</sup>, (CHR')<sub>r</sub>C(=NR<sup>16f</sup>)NR<sup>16a</sup>R<sup>16a'</sup>, (CHR')<sub>r</sub>NHC(=NR<sup>16f</sup>)NR<sup>16f</sup>R<sup>16f</sup>, (CHR')<sub>r</sub>S(O)<sub>p</sub>(CHR')<sub>r</sub>R<sup>16b</sup>, (CHR')<sub>r</sub>S(O)<sub>2</sub>NR<sup>16a</sup>R<sup>16a'</sup>, (CHR')<sub>r</sub>NR<sup>16f</sup>S(O)<sub>2</sub>(CHR')<sub>r</sub>R<sup>16b</sup>, C<sub>1-6</sub> haloalkyl, C<sub>2-8</sub> alkenyl substituted with 0-3 R', C<sub>2-8</sub> alkynyl substituted with 0-3 R', and (CHR')<sub>r</sub>phenyl substituted with 0-3 R<sup>16e</sup>;

R<sup>16a</sup> and R<sup>16a'</sup>, at each occurrence, are selected from H, C<sub>1-6</sub> alkyl, C<sub>3-8</sub> alkenyl, C<sub>3-8</sub> alkynyl, a (CH<sub>2</sub>)<sub>r</sub>-C<sub>3-10</sub> carbocyclic residue substituted with 0-5 R<sup>16e</sup>, and a (CH<sub>2</sub>)<sub>r</sub>-5-10 membered heterocyclic system containing 1-4 heteroatoms selected from N, O, and S, substituted with 0-2 R<sup>16e</sup>; .

25 alternatively, R<sup>16a</sup> and R<sup>16a'</sup>, along with the N to which they are attached, join to form a 5-6 membered heterocyclic system containing 1-2 heteroatoms selected from NR<sup>16h</sup>, O, and S and optionally fused with a benzene ring or a 6-membered aromatic

30 heterocycle;

R<sup>16b</sup>, at each occurrence, is selected from C<sub>1-6</sub> alkyl, C<sub>3-8</sub> alkenyl, C<sub>3-8</sub> alkynyl, a (CH<sub>2</sub>)<sub>r</sub>C<sub>3-6</sub> carbocyclic residue substituted with 0-3 R<sup>16e</sup>, and a (CH<sub>2</sub>)<sub>r</sub>-5-6

35 membered heterocyclic system containing 1-4

heteroatoms selected from N, O, and S, substituted with 0-2 R<sup>16e</sup>;

R<sup>16d</sup>, at each occurrence, is selected from C<sub>3-8</sub> alkenyl,  
5 C<sub>3-8</sub> alkynyl, C<sub>1-6</sub> alkyl substituted with 0-3 R<sup>16e</sup>, a (CH<sub>2</sub>)<sub>r</sub>-C<sub>3-10</sub> carbocyclic residue substituted with 0-3 R<sup>16e</sup>, and a (CH<sub>2</sub>)<sub>r</sub>-5-6 membered heterocyclic system containing 1-4 heteroatoms selected from N, O, and S, substituted with 0-3 R<sup>16e</sup>;

10 R<sup>16e</sup>, at each occurrence, is selected from C<sub>1-6</sub> alkyl, C<sub>2-8</sub> alkenyl, C<sub>2-8</sub> alkynyl, (CH<sub>2</sub>)<sub>r</sub>C<sub>3-6</sub> cycloalkyl, Cl, F, Br, I, CN, NO<sub>2</sub>, (CF<sub>2</sub>)<sub>r</sub>CF<sub>3</sub>, (CH<sub>2</sub>)<sub>r</sub>OC<sub>1-5</sub> alkyl, OH, SH, (CH<sub>2</sub>)<sub>r</sub>SC<sub>1-5</sub> alkyl, (CH<sub>2</sub>)<sub>r</sub>NR<sup>16f</sup>R<sup>16f</sup>, and (CH<sub>2</sub>)<sub>r</sub>phenyl;

15 R<sup>16f</sup>, at each occurrence, is selected from H, C<sub>1-5</sub> alkyl, and C<sub>3-6</sub> cycloalkyl, and phenyl;

20 R<sup>16h</sup> is selected from H, C<sub>1-6</sub> alkyl, C<sub>3-6</sub> cycloalkyl, (CH<sub>2</sub>)<sub>r</sub>phenyl, C(O)R<sup>16f</sup>, C(O)OR<sup>16i</sup>, and SO<sub>2</sub>R<sup>16i</sup>;

R<sup>16i</sup>, at each occurrence, is selected from C<sub>1-6</sub> alkyl, C<sub>3-6</sub> cycloalkyl;

25 m, at each occurrence, is independently selected from 0, 1, and 2;

t, at each occurrence, is independently selected from 1 and 2;

30 w, at each occurrence, is independently selected from 0 and 1;

r, at each occurrence, is independently selected from 0, 35 1, 2, 3, 4, and 5;

q, at each occurrence, is independently selected from 1,  
2, 3, 4, and 5; and

5 p, at each occurrence, is independently selected from 0,  
1, and 2.

2. The compound of claim 1, wherein:

10 R<sup>4</sup> is absent, taken with the nitrogen to which it is  
attached to form an N-oxide, or selected from C<sub>1-8</sub>  
alkyl, (CH<sub>2</sub>)<sub>r</sub>C<sub>3-6</sub> cycloalkyl, and (CH<sub>2</sub>)<sub>r</sub>-phenyl  
substituted with 0-3 R<sup>4c</sup>;

15 R<sup>4c</sup>, at each occurrence, is selected from C<sub>1-6</sub> alkyl, C<sub>2-8</sub>  
alkenyl, C<sub>2-8</sub> alkynyl, C<sub>3-6</sub> cycloalkyl, Cl, F, Br, I,  
CN, NO<sub>2</sub>, (CF<sub>2</sub>)<sub>r</sub>CF<sub>3</sub>, (CH<sub>2</sub>)<sub>r</sub>OC<sub>1-5</sub> alkyl, (CH<sub>2</sub>)<sub>r</sub>OH,  
(CH<sub>2</sub>)<sub>r</sub>SC<sub>1-5</sub> alkyl, (CH<sub>2</sub>)<sub>r</sub>NR<sup>4a</sup>R<sup>4a'</sup>, and (CH<sub>2</sub>)<sub>r</sub>phenyl;

20 R<sup>1</sup> and R<sup>2</sup> are independently selected from H and C<sub>1-4</sub>  
alkyl;

25 R<sup>6</sup>, at each occurrence, is selected from C<sub>1-4</sub> alkyl, C<sub>2-8</sub>  
alkenyl, C<sub>2-8</sub> alkynyl, (CH<sub>2</sub>)<sub>r</sub>C<sub>3-6</sub> cycloalkyl,  
(CF<sub>2</sub>)<sub>r</sub>CF<sub>3</sub>, CN, (CH<sub>2</sub>)<sub>r</sub>OH, (CH<sub>2</sub>)<sub>r</sub>OR<sup>6b</sup>, (CH<sub>2</sub>)<sub>r</sub>C(O)R<sup>6b</sup>,  
(CH<sub>2</sub>)<sub>r</sub>C(O)NR<sup>6a</sup>R<sup>6a'</sup>, (CH<sub>2</sub>)<sub>r</sub>NR<sup>6d</sup>C(O)R<sup>6a</sup>, and (CH<sub>2</sub>)<sub>t</sub>phenyl  
substituted with 0-3 R<sup>6c</sup>;

30 R<sup>6a</sup> and R<sup>6a'</sup>, at each occurrence, are selected from H, C<sub>1-6</sub>  
alkyl, C<sub>3-6</sub> cycloalkyl, and phenyl substituted with  
0-3 R<sup>6c</sup>;

R<sup>6b</sup>, at each occurrence, is selected from C<sub>1-6</sub> alkyl, C<sub>3-6</sub>  
cycloalkyl, and phenyl substituted with 0-3 R<sup>6c</sup>;

35 R<sup>6c</sup>, at each occurrence, is selected from C<sub>1-6</sub> alkyl, C<sub>3-6</sub>  
cycloalkyl, Cl, F, Br, I, CN, NO<sub>2</sub>, (CF<sub>2</sub>)<sub>r</sub>CF<sub>3</sub>,

(CH<sub>2</sub>)<sub>r</sub>OC<sub>1-5</sub> alkyl, (CH<sub>2</sub>)<sub>r</sub>OH, (CH<sub>2</sub>)<sub>r</sub>SC<sub>1-5</sub> alkyl, and  
(CH<sub>2</sub>)<sub>r</sub>NR<sup>6d</sup>R<sup>6d</sup>;

R<sup>6d</sup>, at each occurrence, is selected from H, C<sub>1-6</sub> alkyl,  
5 and C<sub>3-6</sub> cycloalkyl;

R<sup>13</sup>, at each occurrence, is selected from C<sub>1-4</sub> alkyl, C<sub>3-6</sub> cycloalkyl, (CH<sub>2</sub>)NR<sup>13a</sup>R<sup>13a'</sup>, (CH<sub>2</sub>)OH, (CH<sub>2</sub>)OR<sup>13b</sup>,  
10 (CH<sub>2</sub>)<sub>w</sub>C(O)R<sup>13b</sup>, (CH<sub>2</sub>)<sub>w</sub>C(O)NR<sup>13a</sup>R<sup>13a'</sup>,  
(CH<sub>2</sub>)NR<sup>13d</sup>C(O)R<sup>13a</sup>, (CH<sub>2</sub>)<sub>w</sub>S(O)<sub>2</sub>NR<sup>13a</sup>R<sup>13a'</sup>,  
(CH<sub>2</sub>)NR<sup>13d</sup>S(O)<sub>2</sub>R<sup>13b</sup>, and (CH<sub>2</sub>)<sub>w</sub>-phenyl substituted  
with 0-3 R<sup>13c</sup>;

R<sup>13a</sup> and R<sup>13a'</sup>, at each occurrence, are selected from H,  
15 C<sub>1-6</sub> alkyl, C<sub>3-6</sub> cycloalkyl, and phenyl substituted  
with 0-3 R<sup>13c</sup>;

R<sup>13b</sup>, at each occurrence, is selected from C<sub>1-6</sub> alkyl, C<sub>3-6</sub> cycloalkyl, and phenyl substituted with 0-3 R<sup>13c</sup>;

R<sup>13c</sup>, at each occurrence, is selected from C<sub>1-6</sub> alkyl, C<sub>3-6</sub> cycloalkyl, Cl, F, Br, I, CN, NO<sub>2</sub>, (CF<sub>2</sub>)<sub>r</sub>CF<sub>3</sub>,  
20 (CH<sub>2</sub>)<sub>r</sub>OC<sub>1-5</sub> alkyl, (CH<sub>2</sub>)<sub>r</sub>OH, and (CH<sub>2</sub>)<sub>r</sub>NR<sup>13d</sup>R<sup>13d</sup>;

R<sup>13d</sup>, at each occurrence, is selected from H, C<sub>1-6</sub> alkyl,  
25 and C<sub>3-6</sub> cycloalkyl;

q is selected from 1, 2, and 3; and

30 r is selected from 0, 1, 2, and 3.

3. The compound of claim 2, wherein:

R<sup>3</sup> is selected from a methyl substituted with 0-1 R<sup>10</sup>,  
35 C<sub>2-8</sub> alkyl substituted with 0-3 R<sup>7</sup>, a (CR<sup>3'</sup>H)<sub>r</sub>-carbocyclic residue substituted with 0-5 R<sup>15</sup>, wherein

the carbocyclic residue is selected from phenyl, C<sub>3</sub>-6 cycloalkyl, naphthyl, and adamantyl; and a (CR<sup>3'H</sup>)<sub>r</sub>-heterocyclic system substituted with 0-3 R<sup>15</sup>, wherein the heterocyclic system is selected from pyridinyl,  
5 thiophenyl, furanyl, indazolyl, benzothiazolyl, benzimidazolyl, benzothiophenyl, benzofuranyl, benzoxazolyl, benzisoxazolyl, quinolinyl, isoquinolinyl, imidazolyl, indazolyl, isoxazolinyl, morpholinyl, pyrrolidinyl, tetrahydropyranol, tetrahydronfuranol, indolyl, indolinyl, isoindolyl, isothiadiazolyl, isoxazolyl, piperidinyl, pyrazolyl, 1,2,4-triazolyl, 1,2,3-triazolyl, tetrazolyl, thiadiazolyl, thiazolyl, oxazolyl, pyrazinyl, and pyrimidinyl; and  
10

15

R<sup>5</sup> is selected from (CR<sup>5'H</sup>)<sub>t</sub>-phenyl substituted with 0-5 R<sup>16</sup>; and a (CR<sup>5'H</sup>)<sub>t</sub>-heterocyclic system substituted with 0-3 R<sup>16</sup>, wherein the heterocyclic system is selected from pyridinyl, thiophenyl, furanyl, indazolyl, benzothiazolyl, benzimidazolyl, benzothiophenyl, benzofuranyl, benzoxazolyl, benzisoxazolyl, quinolinyl, isoquinolinyl, imidazolyl, indolyl, indolinyl, isoindolyl, isothiadiazolyl, isoxazolyl, piperidinyl, pyrazolyl, 1,2,4-triazolyl, 1,2,3-triazolyl, tetrazolyl, thiadiazolyl, thiazolyl, oxazolyl, pyrazinyl, and pyrimidinyl.  
20  
25

30

4. The compound of claim 3, wherein

30

Ring B is a 5 or 6 membered heterocycle ring wherein the heterocycle ring includes -NR<sup>9</sup>-, -O-, -S(O)<sub>p</sub>-, -NR<sup>9d</sup>C(O)-, -C(O)NR<sup>9d</sup>-, -C(O)O-, -OC(O)-, -NR<sup>9d</sup>C(O)NR<sup>9d</sup>, -NR<sup>9d</sup>C(O)O-, -OC(O)NR<sup>9d</sup>-, -NR<sup>9d</sup>S(O)<sub>2</sub>-, or -S(O)<sub>2</sub>NR<sup>9d</sup>, the heterocycle ring being optionally substituted by 0-2 R<sup>8</sup>;  
35

$R^9$  is selected from H,  $CH_3$ ,  $C_{2-6}$  alkyl substituted with 0-3  $R^{9a}$ ,  $C_{3-8}$  alkenyl,  $C_{3-8}$  alkynyl,  $C_{1-3}$  haloalkyl,

$(CH_2)_rC(O)C_{1-6}$  alkyl substituted with 0-2  $R^{9j}$ ,

$(CH_2)_rC(O)OC_{1-6}$  alkyl substituted with 0-3  $R^{9b}$ ,

5  $(CH_2)_rC(O)NR^{9d}R^{9d'}$ ,  $(CH_2)_rS(O)_2C_{1-6}$  alkyl,  $S(O)_2C_{1-6}$  trifluoromethyl,  $(CH_2)_rC(O)R^{9'}$ ,  $(CH_2)_rC(O)NR^{9d}R^{9'}$ ,  $(CH_2)_rS(O)_2R^{9'}$ ,  $R^{9'}$ , and  $(CH_2)_rS(O)_2NR^{9d}R^{9'}$ ;

$R^{9'}$ , at each occurrence, is independently selected from

10  $(CHR')_rC_{3-6}$  cycloalkyl substituted with 0-3  $R^{9e}$ ,

wherein the cycloalkyl is selected from cyclopropyl, cyclobutyl, cyclopentyl, and cyclohexyl,

$(CHR')_rphenyl$  substituted with 0-3  $R^{9c}$ ,  $(CHR')_r5-6$  membered heterocycle system containing 1-4

15 heteroatoms selected from N, O, and S, substituted with 0-3  $R^{9c}$ , wherein the heterocycle is selected from oxadiazolyl, morpholinyl, piperidinyl, tetrahydropyranyl, tetrahydrothiopyranyl, tetrahydrothiopyranyl dioxide, thiophene,

20 imidazolyl, pyrrolidinyl, pyrrolyl, thiazolyl, and furanyl, and  $(CHR')_rphenyl$  substituted with 0-3  $R^{9c}$ ;

$R^{9a}$ , at each occurrence, is selected from CN, O-methyl, O-ethyl,  $CF_3$ , OH,  $OC(O)$ -methyl, S-methyl, S-ethyl, S-

25 propyl,  $S(O)_p$ -methyl,  $S(O)_p$ -ethyl,  $S(O)_p$ -propyl, and  $NR^{9d}R^{9d'}$ ;

$R^{9b}$ , at each occurrence, is selected from cyclopropyl, cyclbutyl, cyclopentyl, CN,  $CF_3$ ,  $CH_2-OC_{1-5}$  alkyl,  $CH_2-$

30 OH,  $CH_2-SC_{1-5}$  alkyl, and  $CH_2-NR^{9d}R^{9d'}$ ;

$R^{9c}$ , at each occurrence, is selected from  $C_{1-6}$  alkyl,  $C_{3-6}$  cycloalkyl, Cl, F, Br, I, CN,  $NO_2$ ,  $(CF_2)_rCF_3$ ,

$(CH_2)_rOC_{1-5}$  alkyl,  $(CH_2)_rC(O)OC_{1-5}$  alkyl,

35  $(CH_2)_rC(O)C_{1-5}$  alkyl,  $(CH_2)_rC(O)NR^{9d}R^{9d'}$ ,  $(CH_2)_rOH$ ,

$(CH_2)_rSC_{1-5}$  alkyl,  $(CH_2)_rS(O)_pC_{1-5}$  alkyl, and  $(CH_2)_rNR^{9d}R^{9d'}$ ;

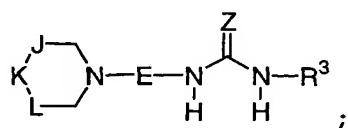
provided that if R<sup>9c</sup> is attached to a carbon attached to the nitrogen on Ring B, then R<sup>9c</sup> is selected from (CH<sub>2</sub>)<sub>q</sub>OH, (CH<sub>2</sub>)<sub>q</sub>OC<sub>1-5</sub> alkyl, (CH<sub>2</sub>)<sub>q</sub>SC<sub>1-5</sub> alkyl, (CH<sub>2</sub>)<sub>q</sub>S(O)<sub>q</sub>C<sub>1-5</sub> alkyl, and (CH<sub>2</sub>)<sub>q</sub>NR<sup>9d</sup>R<sup>9d'</sup>;

$R^{9d}$  and  $R^{9d'}$ , at each occurrence, are independently selected from H, methyl, ethyl, propyl, i-propyl, butyl, cyclopropyl, cyclobutyl, cyclopentyl, cyclohexyl and phenyl;

$R^{9e}$ , at each occurrence, is selected from C<sub>1-6</sub> alkyl, C<sub>3-6</sub> cycloalkyl, Cl, F, Br, I, CN, NO<sub>2</sub>, (CF<sub>2</sub>)<sub>r</sub>CF<sub>3</sub>, (CH<sub>2</sub>)<sub>r</sub>OC<sub>1-5</sub> alkyl, (CH<sub>2</sub>)<sub>r</sub>C(O)OC<sub>1-5</sub> alkyl, (CH<sub>2</sub>)<sub>r</sub>C(O)NR<sup>9d</sup>R<sup>9d'</sup>, (CH<sub>2</sub>)<sub>r</sub>OH, (CH<sub>2</sub>)<sub>r</sub>SC<sub>1-5</sub> alkyl, (CH<sub>2</sub>)<sub>r</sub>S(O)<sub>p</sub>C<sub>1-5</sub> alkyl, and (CH<sub>2</sub>)<sub>r</sub>NR<sup>9d</sup>R<sup>9d'</sup>, or alternatively, two  $R^{9e}$  on the same carbon atom form =O; and

$R^9j$ , at each occurrence, is selected from cyclpropyl, cyclobutyl, cyclopentyl, CN,  $CF_3$ , O-methyl, O-ethyl, O-propyl, O-i-propyl, O-butyl, OH, S-methyl, S-ethyl, and  $NR^{9d}R^{9d'}$ .

5. The compound of claim 4, wherein the compound of formula (I) is:



Z is selected from O, S, NCN, and NCONH<sub>2</sub>;

$R^{16}$ , at each occurrence, is selected from  $C_{1-8}$  alkyl,

$(CH_2)_rC_{3-6}$  cycloalkyl,  $CF_3$ , Cl, Br, I, F,

$(CH_2)_rNR^{16a}R^{16a'}$ ,  $NO_2$ , CN, OH,  $(CH_2)_rOR^{16d}$ ,

$(CH_2)_rC(O)R^{16b}$ ,  $(CH_2)_rC(O)NR^{16a}R^{16a'}$ ,

5  $(CH_2)_rNR^{16f}C(O)R^{16b}$ ,  $(CH_2)_rS(O)_pR^{16b}$ ,

$(CH_2)_rS(O)_2NR^{16a}R^{16a'}$ ,  $(CH_2)_rNR^{16f}S(O)_2R^{16b}$ , and

$(CH_2)_r$ phenyl substituted with 0-3  $R^{16e}$ ;

$R^{16a}$  and  $R^{16a'}$ , at each occurrence, are selected from H,

10  $C_{1-6}$  alkyl,  $C_{3-6}$  cycloalkyl, and  $(CH_2)_r$ phenyl

substituted with 0-3  $R^{16e}$ ;

$R^{16b}$ , at each occurrence, is selected from H,  $C_{1-6}$  alkyl,

$C_{3-6}$  cycloalkyl, and  $(CH_2)_r$ phenyl substituted with 0-

15 3  $R^{16e}$ ;

$R^{16d}$ , at each occurrence, is selected from  $C_{1-6}$  alkyl and

phenyl;

20  $R^{16e}$ , at each occurrence, is selected from  $C_{1-6}$  alkyl, Cl,

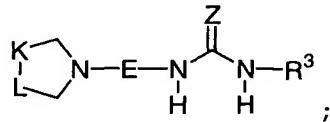
F, Br, I, CN,  $NO_2$ ,  $(CF_2)_rCF_3$ , OH, and  $(CH_2)_rOC_{1-5}$

alkyl; and

$R^{16f}$ , at each occurrence, is selected from H, and  $C_{1-5}$

25 alkyl.

6. The compound of claim 4, wherein the compound formula (I) is:



Z is selected from O, S, NCN, and NCONH<sub>2</sub>;

R<sup>16</sup>, at each occurrence, is selected from C<sub>1-8</sub> alkyl,

(CH<sub>2</sub>)<sub>r</sub>C<sub>3-6</sub> cycloalkyl, CF<sub>3</sub>, Cl, Br, I, F,

(CH<sub>2</sub>)<sub>r</sub>NR<sup>16a</sup>R<sup>16a'</sup>, NO<sub>2</sub>, CN, OH, (CH<sub>2</sub>)<sub>r</sub>OR<sup>16d</sup>,

(CH<sub>2</sub>)<sub>r</sub>C(O)R<sup>16b</sup>, (CH<sub>2</sub>)<sub>r</sub>C(O)NR<sup>16a</sup>R<sup>16a'</sup>,

5 (CH<sub>2</sub>)<sub>r</sub>NR<sup>16f</sup>C(O)R<sup>16b</sup>, (CH<sub>2</sub>)<sub>r</sub>S(O)<sub>p</sub>R<sup>16b</sup>,

(CH<sub>2</sub>)<sub>r</sub>S(O)<sub>2</sub>NR<sup>16a</sup>R<sup>16a'</sup>, (CH<sub>2</sub>)<sub>r</sub>NR<sup>16f</sup>S(O)<sub>2</sub>R<sup>16b</sup>, and

(CH<sub>2</sub>)<sub>r</sub>phenyl substituted with 0-3 R<sup>16e</sup>;

R<sup>16a</sup> and R<sup>16a'</sup>, at each occurrence, are selected from H,

10 C<sub>1-6</sub> alkyl, C<sub>3-6</sub> cycloalkyl, and (CH<sub>2</sub>)<sub>r</sub>phenyl

substituted with 0-3 R<sup>16e</sup>;

R<sup>16b</sup>, at each occurrence, is selected from H, C<sub>1-6</sub> alkyl,

C<sub>3-6</sub> cycloalkyl, and (CH<sub>2</sub>)<sub>r</sub>phenyl substituted with 0-

15 3 R<sup>16e</sup>;

R<sup>16d</sup>, at each occurrence, is selected from C<sub>1-6</sub> alkyl and

phenyl;

20 R<sup>16e</sup>, at each occurrence, is selected from C<sub>1-6</sub> alkyl, Cl,

F, Br, I, CN, NO<sub>2</sub>, (CF<sub>2</sub>)<sub>r</sub>CF<sub>3</sub>, OH, and (CH<sub>2</sub>)<sub>r</sub>OC<sub>1-5</sub>

alkyl; and

R<sup>16f</sup>, at each occurrence, is selected from H, and C<sub>1-5</sub>

25 alkyl.

7. The compound of claim 5, wherein:

Ring B is a 5 or 6 membered saturated heterocycle ring,

30 wherein the heterocycle ring is selected from

piperidine, tetrahydropyran, tetrahydrothiopyran,

tetrahydrothiopyran 1,1-dioxide, tetrahydrothiopyran

1-monooxide, piperidin-2-one, tetrahydropyran-2-one,

[1,2]thiazinane 1,1-dioxide, pyrrolidine,

35 tetrahydrofuran, tetrahydrothiophene, pyrrolidin-2-

one, dihydrofuran-2-one, and isothiazolidine 1,1-

dioxide, the heterocycle ring being optionally substituted by 0-2 R<sup>8</sup>;

R<sup>5</sup> is CH<sub>2</sub>phenyl substituted with 0-3 R<sup>16</sup>;

5

r is selected from 0, 1, and 2.

8. The compound of claim 6, wherein:

10 Ring B is a 5 or 6 membered saturated heterocycle ring, wherein the heterocycle ring is selected from piperidine, tetrahydropyran, tetrahydrothiopyran, tetrahydrothiopyran 1,1-dioxide, tetrahydrothiopyran 1-monooxide, piperidin-2-one, tetrahydropyran-2-one, [1,2]thiazinane 1,1-dioxide, pyrrolidine, tetrahydrofuran, tetrahydrothiophene, pyrrolidin-2-one, dihydrofuran-2-one, and isothiazolidine 1,1-dioxide, the heterocycle ring being optionally substituted by 0-2 R<sup>8</sup>;

15

20 R<sup>5</sup> is CH<sub>2</sub>phenyl substituted with 0-3 R<sup>16</sup>; and

r is selected from 0, 1, and 2.

25 9. The compound of claim 7, wherein:

J is selected from CH<sub>2</sub> and CHR<sup>5</sup>;

K is selected from CH<sub>2</sub> and CHR<sup>5</sup>;

30

L is CHR<sup>5</sup>;

35 R<sup>3</sup> is selected from a C<sub>3</sub>-10 carbocyclic residue substituted with 0-3 R<sup>15</sup>, wherein the carbocyclic residue is selected from cyclopropyl, cyclobutyl, cyclopentyl, cyclohexyl, phenyl, naphthyl and adamantyl, and a (CR<sup>3</sup>H)<sub>r</sub>-heterocyclic system

substituted with 0-3 R<sup>15</sup>, wherein the heterocyclic system is selected from pyridinyl, thiophenyl, furanyl, indazolyl, benzothiazolyl, benzimidazolyl, benzothiophenyl, benzofuranyl, benzoxazolyl, 5 benzisoxazolyl, quinolinyl, isoquinolinyl, imidazolyl, indolyl, indolinyl, indazolyl, isoxazolinyl, morpholinyl, pyrrolidinyl, tetrahydropyranlyl, tetrahydrofuranlyl, isoindolyl, isothiadiazolyl, isoxazolyl, piperidinyl, 10 pyrazolyl, 1,2,4-triazolyl, 1,2,3-triazolyl, tetrazolyl, thiadiazolyl, thiazolyl, oxazolyl, pyrazinyl, and pyrimidinyl; and

R<sup>15</sup>, at each occurrence, is selected from C<sub>1-8</sub> alkyl,

15 (CH<sub>2</sub>)<sub>r</sub>C<sub>3-6</sub> cycloalkyl, CF<sub>3</sub>, Cl, Br, I, F, (CH<sub>2</sub>)<sub>r</sub>NR<sup>15a</sup>R<sup>15a'</sup>, NO<sub>2</sub>, CN, OH, (CH<sub>2</sub>)<sub>r</sub>OR<sup>15d</sup>, (CH<sub>2</sub>)<sub>r</sub>C(O)R<sup>15b</sup>, (CH<sub>2</sub>)<sub>r</sub>C(O)NR<sup>15a</sup>R<sup>15a'</sup>, (CH<sub>2</sub>)<sub>r</sub>NR<sup>15f</sup>C(O)R<sup>15b</sup>, (CH<sub>2</sub>)<sub>r</sub>NR<sup>15f</sup>C(O)O(CHR')<sub>r</sub>R<sup>15d</sup>, (CH<sub>2</sub>)<sub>r</sub>OC(O)NR<sup>15a</sup>R<sup>15a'</sup>, (CH<sub>2</sub>)<sub>r</sub>S(O)<sub>p</sub>R<sup>15b</sup>, 20 (CH<sub>2</sub>)<sub>r</sub>S(O)<sub>2</sub>NR<sup>15a</sup>R<sup>15a'</sup>, (CH<sub>2</sub>)<sub>r</sub>NR<sup>15f</sup>S(O)<sub>2</sub>R<sup>15b</sup>, (CH<sub>2</sub>)<sub>r</sub>phenyl substituted with 0-3 R<sup>15e</sup>, and a (CH<sub>2</sub>)<sub>r</sub>- 5-6 membered heterocyclic system containing 1-4 heteroatoms selected from N, O, and S, substituted with 0-2 R<sup>15e</sup>, wherein the heterocyclic system is 25 selected from tetrazolyl, piperidinyl, pyrrolidinyl, imidazolyl, thiazolyl, pyrazolyl, pyridyl, thienyl, furanyl, pyrrolyl, oxazolyl, isoxazolyl, triazolyl, pyridazinyl, pyrimidinyl, pyrazinyl, morpholinyl, oxadiazolyl, and thiadiazolyl;

30 R<sup>15a</sup> and R<sup>15a'</sup>, at each occurrence, are selected from H, C<sub>1-6</sub> alkyl, C<sub>3-6</sub> cycloalkyl, and (CH<sub>2</sub>)<sub>r</sub>phenyl substituted with 0-3 R<sup>15e</sup>;

35 alternatively, R<sup>15a</sup> and R<sup>15a'</sup>, along with the N to which they are attached, join to form a 5-6 membered heterocyclic system containing 1-2 heteroatoms

selected from NR<sup>15h</sup>, O, and S and optionally fused with a benzene ring or a 6-membered aromatic heterocycle;

5 R<sup>15b</sup>, at each occurrence, is selected from H, C<sub>1-6</sub> alkyl, C<sub>3-6</sub> cycloalkyl, and (CH<sub>2</sub>)<sub>r</sub>phenyl substituted with 0-3 R<sup>15e</sup>;

10 R<sup>15d</sup>, at each occurrence, is selected from C<sub>1-6</sub> alkyl and phenyl;

15 R<sup>15e</sup>, at each occurrence, is selected from C<sub>1-6</sub> alkyl, Cl, F, Br, I, CN, NO<sub>2</sub>, (CF<sub>2</sub>)<sub>r</sub>CF<sub>3</sub>, OH, and (CH<sub>2</sub>)<sub>r</sub>OC<sub>1-5</sub> alkyl; and

20 R<sup>15f</sup>, at each occurrence, is selected from H, and C<sub>1-5</sub> alkyl.

10. The compound of claim 8, wherein:

20 K is selected from CH<sub>2</sub> and CHR<sup>5</sup>;

25 L is CHR<sup>5</sup>;

30 R<sup>3</sup> is selected from a C<sub>3-10</sub> carbocyclic residue substituted with 0-3 R<sup>15</sup>, wherein the carbocyclic residue is selected from cyclopropyl, cyclopentyl, cyclohexyl, phenyl, naphthyl and adamantyl, and a (CR<sup>3'H</sup>)<sub>r</sub>-heterocyclic system substituted with 0-3 R<sup>15</sup>, wherein the heterocyclic system is selected from pyridinyl, thiophenyl, furanyl, indazolyl, benzothiazolyl, benzimidazolyl, benzothiophenyl, benzofuranyl, benzoxazolyl, benzisoxazolyl, quinolinyl, isoquinolinyl, imidazolyl, indazolyl, isoxazolyl, morpholinyl, pyrrolidinyl, tetrahydropyranyl, tetrahydrofuranyl, indolyl, indolinyl, isoindolyl, isothiadiazolyl, isoxazolyl,

piperidinyl, pyrazolyl, 1,2,4-triazolyl, 1,2,3-triazolyl, tetrazolyl, thiadiazolyl, thiazolyl, oxazolyl, pyrazinyl, and pyrimidinyl; and

5    R<sup>15</sup>, at each occurrence, is selected from C<sub>1-8</sub> alkyl, (CH<sub>2</sub>)<sub>r</sub>C<sub>3-6</sub> cycloalkyl, CF<sub>3</sub>, Cl, Br, I, F, (CH<sub>2</sub>)<sub>r</sub>NR<sup>15a</sup>R<sup>15a'</sup>, NO<sub>2</sub>, CN, OH, (CH<sub>2</sub>)<sub>r</sub>OR<sup>15d</sup>, (CH<sub>2</sub>)<sub>r</sub>C(O)R<sup>15b</sup>, (CH<sub>2</sub>)<sub>r</sub>C(O)NR<sup>15a</sup>R<sup>15a'</sup>, (CH<sub>2</sub>)<sub>r</sub>NR<sup>15f</sup>C(O)R<sup>15b</sup>, (CH<sub>2</sub>)<sub>r</sub>NR<sup>15f</sup>C(O)O(CHR')<sub>r</sub>R<sup>15d</sup>,  
10    (CH<sub>2</sub>)<sub>r</sub>OC(O)NR<sup>15a</sup>R<sup>15a'</sup>, (CH<sub>2</sub>)<sub>r</sub>S(O)<sub>p</sub>R<sup>15b</sup>, (CH<sub>2</sub>)<sub>r</sub>S(O)<sub>2</sub>NR<sup>15a</sup>R<sup>15a'</sup>, (CH<sub>2</sub>)<sub>r</sub>NR<sup>15f</sup>S(O)<sub>2</sub>R<sup>15b</sup>, (CH<sub>2</sub>)<sub>r</sub>phenyl substituted with 0-3 R<sup>15e</sup>, and a (CH<sub>2</sub>)<sub>r</sub>-  
15    5-6 membered heterocyclic system containing 1-4 heteroatoms selected from N, O, and S, substituted with 0-2 R<sup>15e</sup>, wherein the heterocyclic system is selected from tetrazolyl, piperidinyl, pyrrolidinyl, imidazolyl, thiazolyl, pyrazolyl, pyridyl, thienyl, furanyl, pyrrolyl, oxazolyl, isoxazolyl, triazolyl, pyridazinyl, pyrimidinyl, pyrazinyl, morpholinyl, oxadiazolyl, and thiadiazolyl;  
20

R<sup>15a</sup> and R<sup>15a'</sup>, at each occurrence, are selected from H, C<sub>1-6</sub> alkyl, C<sub>3-6</sub> cycloalkyl, and (CH<sub>2</sub>)<sub>r</sub>phenyl substituted with 0-3 R<sup>15e</sup>;

25    alternatively, R<sup>15a</sup> and R<sup>15a'</sup>, along with the N to which they are attached, join to form a 5-6 membered heterocyclic system containing 1-2 heteroatoms selected from NR<sup>15h</sup>, O, and S and optionally fused  
30    with a benzene ring or a 6-membered aromatic heterocycle;

R<sup>15b</sup>, at each occurrence, is selected from H, C<sub>1-6</sub> alkyl, C<sub>3-6</sub> cycloalkyl, and (CH<sub>2</sub>)<sub>r</sub>phenyl substituted with 0-3 R<sup>15e</sup>;

$R^{15d}$ , at each occurrence, is selected from  $C_{1-6}$  alkyl and phenyl;

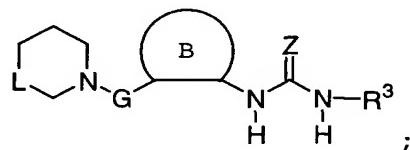
$R^{15e}$ , at each occurrence, is selected from  $C_{1-6}$  alkyl, Cl,

5 F, Br, I, CN,  $NO_2$ ,  $(CF_2)_rCF_3$ , OH, and  $(CH_2)_rOC_{1-5}$  alkyl; and

$R^{15f}$ , at each occurrence, is selected from H, and  $C_{1-5}$  alkyl.

10

11. The compound of claim 5, wherein the compound of formula (I) is:



15  $G$  is selected from  $CH_2$  and  $C=O$ ;

$L$  is  $CHR^5$ ;

B is selected from piperidine, tetrahydropyran,

20 tetrahydrothiopyran, pyrrolidinyl, tetrahydrofuranyl, tetrahydrothiophenyl, tetrahydrothiophene 1-oxide, and tetrahydrothiophene 1,1-dioxide;

25  $R^3$  is selected from phenyl substituted with 1-2  $R^{15}$ ,  $-CH_2-CH_2$ -morpholin-1-yl substituted with 1-2  $R^{15}$ , indazolyl substituted with 1-2  $R^{15}$ , pyrazolyl substituted with 1-2  $R^{15}$  or thiazolyl substituted with 1-2  $R^{15}$ ;

30

$R^5$  is selected from a  $CH_2$ -phenyl substituted with 1-2  $R^{16}$ ;

$R^9$  is selected from H,  $C_{2-6}$  alkyl substituted with 0-3  $R^{9a}$ , wherein the alkyl is selected from methyl,

ethyl, propyl, i-propyl, butyl, i-butyl, s-butyl, t-butyl, neo-pentyl; -CH<sub>2</sub>CH=CH<sub>2</sub>; -CH<sub>2</sub>C≡CH; 2-fluoroethyl, 2,2-difluoroethyl, 2,2,2-trifluoroethyl, (CH<sub>2</sub>)<sub>r</sub>C(O)C<sub>1-6</sub> alkyl substituted with 0-2 R<sup>9j</sup>, wherein the alkyl is selected from methyl, ethyl, propyl, i-propyl, butyl, t-butyl; C(O)Omethyl, C(O)Ot-butyl, SO<sub>2</sub>methyl, SO<sub>2</sub>ethyl, SO<sub>2</sub>propyl, SO<sub>2</sub>i-propyl, SO<sub>2</sub>t-butyl, SO<sub>2</sub>CF<sub>3</sub>, (CH<sub>2</sub>)<sub>r</sub>C(O)NR<sup>9d</sup>R<sup>9d'</sup>; (CH<sub>2</sub>)<sub>r</sub>C(O)R<sup>9'</sup>, (CH<sub>2</sub>)<sub>r</sub>C(O)NR<sup>9d</sup>R<sup>9'</sup>, (CH<sub>2</sub>)<sub>r</sub>S(O)<sub>2</sub>R<sup>9'</sup>, R<sup>9'</sup>, and (CH<sub>2</sub>)<sub>r</sub>S(O)<sub>2</sub>NR<sup>9d</sup>R<sup>9'</sup>;

R<sup>9'</sup>, at each occurrence, is independently selected from (CHR')<sub>r</sub>C<sub>3-6</sub> cycloalkyl, wherein the cycloalkyl is selected from cyclopropyl, cyclobutyl, cyclopentyl, and cyclohexyl, (CHR')<sub>r</sub>phenyl substituted with 0-3 R<sup>9c</sup>, (CHR')<sub>r</sub>5-6 membered heterocycle system containing 1-4 heteroatoms selected from N, O, and S, substituted with 0-3 R<sup>9c</sup>, wherein the heterocycle is selected from oxadiazolyl, morpholinyl, piperidinyl, tetrahydropyranyl, tetrahydrothiopyran, tetrahydrothiopyranyl dioxide, thiophene, imidazolyl, pyrrolidinyl, pyrrolyl, thiazolyl, and furanyl, and (CHR')<sub>r</sub>phenyl substituted with 0-3 R<sup>9c</sup>;

R<sup>9a</sup>, at each occurrence, is selected from CN, O-methyl, O-ethyl, CF<sub>3</sub>, OH, OC(O)-methyl, S-methyl, S-ethyl, S-propyl, S(O)<sub>p</sub>-methyl, S(O)<sub>p</sub>-ethyl, S(O)<sub>p</sub>-propyl, and NR<sup>9d</sup>R<sup>9d'</sup>;

R<sup>9c</sup>, at each occurrence, is selected from methyl, ethyl, propyl, C(O)-methyl, C(O)O-t-butyl;

R<sup>9d</sup> and R<sup>9d'</sup>, at each occurrence, are independently selected from H, methyl, ethyl, propyl, i-propyl, butyl, t-butyl;

R<sup>9j</sup>, at each occurrence, is selected from O-methyl,  
O-ethyl, and NR<sup>9d</sup>R<sup>9d'</sup>;

R<sup>15</sup> is selected from Me, CF<sub>3</sub>, OMe, OCF<sub>3</sub>, F, Cl, Br, OH,  
5 OMe, C(O)Me, CH(OH)Me, CN, CO<sub>2</sub>Me, CO<sub>2</sub>Et, SO<sub>2</sub>NH<sub>2</sub>,  
NHC(O)Me, C(O)NH<sub>2</sub>, C(O)NHMe, C(O)NHCH<sub>2</sub>CH<sub>2</sub>OMe,  
C(O)piperidinyl, C(O)pyrrolidinyl, C(O)morpholinyl,  
and a 5-6 membered heterocyclic system, wherein the  
heterocyclic system is selected from tetrazolyl,  
10 indazolyl, pyrazolyl, triazolyl, morpholinyl, and  
thiazolyl, the heterocyclic system substituted with  
0-2 R<sup>15e</sup>;

R<sup>15e</sup> is selected from methyl, ethyl, propyl, i-propyl,  
15 cyclopropyl, cyclopropylmethyl, acetyl, and t-  
butoxycarbonyl;

R<sup>16</sup> is selected from F, Cl, Br, and I;

20 12. The compound of claim 1 wherein the compound is  
selected from:

(3R, 4R)-4-[3-(3-acetyl-phenyl)-ureido]-3-[(S)-3-(4-  
fluoro-benzyl)-piperidine-1-carbonyl]-piperidine-1-  
25 carboxylic acid t-butyl ester;

1-(3-acetyl-phenyl)-3-{(3R, 4R)-3-[(S)-3-(4-fluoro-  
benzyl)-piperidine-1-carbonyl]-piperidin-4-yl}-urea;

30 (3R, 4R)-3-[(S)-3-(4-fluoro-benzyl)-piperidine-1-  
carbonyl]-4-{3-[3-(1-methyl-1H-tetrazol-5-yl)-  
phenyl]-ureido}-piperidine-1-carboxylic acid t-butyl  
ester;

35 1-{(3R, 4R)-3-[(S)-3-(4-fluoro-benzyl)-piperidine-1-  
carbonyl]-piperidin-4-yl}-3-[3-(1-methyl-1H-  
tetrazol-5-yl)-phenyl]-urea;

- 1-{1-(2,2-Dimethyl-propionyl)-3-[(3R,4R)-3-((S)-4-fluoro-benzyl)-piperidine-1-carbonyl]-piperidin-4-yl}-3-[3-(1-methyl-1H-tetrazol-5-yl)-phenyl]-urea;
- 5 1-{1-Acetyl-3-[(3R,4R)-3-((S)-4-fluoro-benzyl)-piperidine-1-carbonyl]-piperidin-4-yl}-3-[3-(1-methyl-1H-tetrazol-5-yl)-phenyl]-urea;
- 10 1-{(3R,4R)-3-[(S)-3-(4-Fluoro-benzyl)-piperidine-1-carbonyl]-1-methanesulfonyl-piperidin-4-yl}-3-[3-(1-methyl-1H-tetrazol-5-yl)-phenyl]-urea;
- 15 1-{(3R,4R)-3-[(S)-3-(4-Fluoro-benzyl)-piperidine-1-carbonyl]-1-methyl-piperidin-4-yl}-3-[3-(1-methyl-1H-tetrazol-5-yl)-phenyl]-urea;
- 20 5-(3-{(3R,4R)-1-tert-butoxycarbonyl-3-[(S)-3-(4-fluoro-benzyl)-piperidine-1-carbonyl]-piperidin-4-yl}-ureido)-indazole-1-carboxylic acid t-butyl ester;
- 25 (3R,4R)-4-[3-(5-acetyl-4-methyl-thiazol-2-yl)-ureido]-3-[(S)-3-(4-fluoro-benzyl)-piperidine-1-carbonyl]-piperidine-1-carboxylic acid t-butyl ester;
- 30 1-(5-acetyl-4-methyl-thiazol-2-yl)-3-{(3R,4R)-3-[(S)-3-(4-fluoro-benzyl)-piperidine-1-carbonyl]-piperidin-4-yl}-urea;
- 35 (3R,4S)-3-[3-(3-acetyl-phenyl)-ureido]-4-[(S)-3-(4-fluoro-benzyl)-piperidine-1-carbonyl]-piperidine-1-carboxylic acid t-butyl ester;
- 1-(3-acetyl-phenyl)-3-{(3R,4R)-4-[(S)-3-(4-fluoro-benzyl)-piperidine-1-carbonyl]-piperidin-3-yl}-urea;

(3R, 4R)-4-[3-(3-acetyl-phenyl)-ureido]-3-[(S)-3-(4-fluoro-benzyl)-piperidin-1-ylmethyl]-piperidine-1-carboxylic acid t-butyl ester;

5 1-(3-acetyl-phenyl)-3-{(3S, 4R)-3-[(S)-3-(4-fluoro-benzyl)-piperidin-1-ylmethyl]-piperidin-4-yl}-urea;

10 1-{(3R, 4R)-1-acetyl-3-[(S)-3-(4-fluoro-benzyl)-piperidin-1-ylmethyl]-piperidin-4-yl}-3-(3-acetyl-phenyl)-urea;

15 1-(3-acetyl-phenyl)-3-{(3R, 4R)-3-[(S)-3-(4-fluoro-benzyl)-piperidin-1-ylmethyl]-1-methanesulfonyl-piperidin-4-yl}-urea;

20 1-(3-acetyl-phenyl)-3-{(3S, 4R)-3-[(S)-3-(4-fluoro-benzyl)-piperidin-1-ylmethyl]-1-methyl-piperidin-4-yl}-urea;

25 1-(3-acetyl-phenyl)-3-{(3R, 4R)-3-[(S)-3-(4-fluoro-benzyl)-piperidin-1-ylmethyl]-1-isobutyl-piperidin-4-yl}-urea;

30 (3R, 4R)-3-[(S)-3-(4-fluoro-benzyl)-piperidin-1-ylmethyl]-4-{3-[3-(1-methyl-1H-tetrazol-5-yl)-phenyl]-ureido}-piperidine-1-carboxylic acid t-butyl ester;

35 1-{(3S, 4R)-3-[(S)-3-(4-fluoro-benzyl)-piperidin-1-ylmethyl]-piperidin-4-yl}-3-[3-(1-methyl-1H-tetrazol-5-yl)-phenyl]-urea;

40 5-(3-{(3R, 4R)-1-t-butoxycarbonyl-3-[(S)-3-(4-fluoro-benzyl)-piperidin-1-ylmethyl]-piperidin-4-yl}-ureido)-indazole-1-carboxylic acid t-butyl ester;

45 5-(3-{(3S, 4R)-3-[(S)-3-(4-Fluoro-benzyl)-piperidin-1-ylmethyl]-piperidin-4-yl}-ureido)-indazole-1-carboxylic acid t-butyl ester;

- (3R, 4R)-4-[3-(5-acetyl-4-methyl-thiazol-2-yl)-ureido]-3-[  
5 (S)-3-(4-fluoro-benzyl)-piperidin-1-ylmethyl]-  
piperidine-1-carboxylic acid t-butyl ester;
- 1- (5-acetyl-4-methyl-thiazol-2-yl)-3-{(3S, 4R)-3-[  
10 (S)-3-(4-fluoro-benzyl)-piperidin-1-ylmethyl]-piperidin-4-  
yl}-urea;
- (3R, 4R)-4-[3-(3-acetyl-phenyl)-ureido]-3-[  
15 (S)-3-(4-fluoro-benzyl)-piperidin-1-ylmethyl]-piperidine-1-  
carboxylic acid t-butyl ester;
- 1-(3-acetyl-phenyl)-3-{(3R, 4S)-4-[  
20 (S)-3-(4-fluoro-benzyl)-piperidin-1-ylmethyl]-piperidin-3-yl}-urea;
- (3S, 4R)-4-[3-(3-acetyl-phenyl)-ureido]-3-[  
25 (S)-3-(4-fluoro-benzyl)-piperidine-1-carbonyl]-piperidine-1-  
carboxylic acid t-butyl ester;
- 1-(3-acetyl-phenyl)-3-{(3S, 4R)-3-[  
30 (S)-3-(4-fluoro-benzyl)-piperidin-1-ylmethyl]-piperidin-4-yl}-urea;
- (3R, 4S)-3-[3-(5-acetyl-4-methyl-thiazol-2-yl)-ureido]-4-[  
35 (S)-3-(4-fluoro-benzyl)-piperidine-1-carbonyl]-  
piperidine-1-carboxylic acid t-butyl ester;

1-(3-acetyl-phenyl)-3-{(3R,4R)-3-[(S)-3-(4-fluoro-benzyl)-piperidin-1-ylmethyl]-1-(2-oxo-propyl)-piperidin-4-yl}-urea;

5    1-(3-acetyl-phenyl)-3-{(3R,4S)-4-[(S)-3-(4-fluoro-benzyl)-piperidin-1-ylmethyl]-1-methyl-piperidin-3-yl}-urea;

10      1-{(3R,4S)-1-Acetyl-4-[(S)-3-(4-fluoro-benzyl)-piperidin-1-ylmethyl]-piperidin-3-yl}-3-(3-acetyl-phenyl)-urea;

15      1-{(3R,4R)-1-acetyl-3-[(S)-3-(4-fluoro-benzyl)-piperidin-1-ylmethyl]-piperidin-4-yl}-3-(1-methyl-1H-tetrazol-5-yl)-urea;

20      1-{(3S,4R)-3-[(S)-3-(4-fluoro-benzyl)-piperidin-1-ylmethyl]-1-methyl-piperidin-4-yl}-3-(1-methyl-1H-tetrazol-5-yl)-urea;

25      1-{(3R,4R)-3-[(S)-3-(4-fluoro-benzyl)-piperidin-1-ylmethyl]-1-methanesulfonyl-piperidin-4-yl}-3-(1-methyl-1H-tetrazol-5-yl)-urea;

30      1-{(3R,4R)-3-[(S)-3-(4-Fluoro-benzyl)-piperidine-1-carbonyl]-1-(2-oxo-propyl)-piperidin-4-yl}-3-[3-(1-methyl-1H-tetrazol-5-yl)-phenyl]-urea;

35      1-{(3R,4R)-3-[(S)-3-(4-Fluoro-benzyl)-piperidine-1-carbonyl]-1-(2-fluoro-ethyl)-piperidin-4-yl}-3-[3-(1-methyl-1H-tetrazol-5-yl)-phenyl]-urea;

40      1-{(3R,4R)-3-[(S)-3-(4-Fluoro-benzyl)-piperidine-1-carbonyl]-1-trifluoromethanesulfonyl-piperidin-4-yl}-3-[3-(1-methyl-1H-tetrazol-5-yl)-phenyl]-urea;

45      1-(3-Acetyl-phenyl)-3-{(2S,3R)-2-[(S)-3-(4-fluoro-benzyl)-piperidin-1-ylmethyl]-tetrahydro-pyran-3-yl}-urea;

1-<{(2S,3R)-2-[ (S)-3-(4-Fluoro-benzyl)-piperidin-1-ylmethyl]-tetrahydro-pyran-3-yl}-3-[3-(1-methyl-1H-tetrazol-5-yl)-phenyl]-urea;

5

1-<{(2S,3R)-2-[ (S)-3-(4-Fluoro-benzyl)-piperidin-1-ylmethyl]-tetrahydro-pyran-3-yl}-3-(5-acetyl-4-methyl-thiazol-2-yl)-urea;

10 1-(3-Acetyl-phenyl)-3-<{(2S,3R)-2-[ (S)-3-(4-fluoro-benzyl)-piperidine-1-carbonyl]-tetrahydro-pyran-3-yl}-urea;

15 1-<{(2S,3R)-2-[ (S)-3-(4-Fluoro-benzyl)-piperidine-1-carbonyl]-tetrahydro-pyran-3-yl}-3-[3-(1-methyl-1H-tetrazol-5-yl)-phenyl]-urea;

20 1-<{(2S,3R)-2-[ (S)-3-(4-Fluoro-benzyl)-piperidine-1-carbonyl]-tetrahydro-pyran-3-yl}-3-(5-acetyl-4-methyl-thiazol-2-yl)-urea;

25 1-<{(3S,4R)-3-[ (S)-3-(4-fluoro-benzyl)-piperidin-1-ylmethyl]-1-methyl-piperidin-4-yl}-3-(5-acetyl-4-methyl-thiazol-2-yl)-urea;

30 1-<{(3R,4R)-1-acetyl-3-[ (S)-3-(4-fluoro-benzyl)-piperidin-1-ylmethyl]-piperidin-4-yl}-3-(5-acetyl-4-methyl-thiazol-2-yl)-urea;

35 1-<{(5-Acetyl-4-methyl-thiazol-2-yl)-3-[ (3R,4R)-3-[ (S)-3-(4-fluoro-benzyl)-piperidin-1-ylmethyl]-1-isobutyryl-piperidin-4-yl}-urea;

1-<{(3R,4R)-3-[ (S)-3-(4-fluoro-benzyl)-piperidin-1-ylmethyl]-1-methanesulfonyl-piperidin-4-yl}-3-(5-acetyl-4-methyl-thiazol-2-yl)-urea;

1-{(3S,4R)-3-[(S)-3-(4-fluoro-benzyl)-piperidin-1-ylmethyl]-1-(2-fluoroethyl)-piperidin-4-yl}-3-(5-acetyl-4-methyl-thiazol-2-yl)-urea;

5 1-{(3R,4R)-3-[(S)-3-(4-fluoro-benzyl)-piperidin-1-ylmethyl]-1-(2-oxopropyl)-piperidin-4-yl}-3-(5-acetyl-4-methyl-thiazol-2-yl)-urea;

10 1-(3-Acetyl-phenyl)-3-{(3R,4R)-3-[(S)-3-(4-fluoro-benzyl)-piperidin-1-ylmethyl]-tetrahydro-pyran-4-yl}-urea;

15 1-{(3R,4R)-3-[(S)3-(4-Fluoro-benzyl)-piperidin-1-ylmethyl]-tetrahydro-pyran-4-yl}-3-[3-(1-methyl-1H-tetrazol-5-yl)-phenyl]-urea;

20 1-{(3R,4R)-3-[(S)3-(4-Fluoro-benzyl)-piperidin-1-ylmethyl]-tetrahydro-pyran-4-yl}-3-(5-acetyl-4-methyl-thiazol-2-yl)-urea;

25 1-(3-Acetyl-phenyl)-3-{(3R,4R)-3-[(S)-3-(4-fluoro-benzyl)-piperidine-1-carbonyl]-tetrahydro-pyran-4-yl}-urea;

30 1-{(3R,4R)-3-[(S)3-(4-Fluoro-benzyl)-piperidine-1-carbonyl]-tetrahydro-pyran-4-yl}-3-[3-(1-methyl-1H-tetrazol-5-yl)-phenyl]-urea;

35 1-{(3R,4R)-3-[(S)3-(4-Fluoro-benzyl)-piperidine-1-carbonyl]-tetrahydro-pyran-4-yl}-3-(5-acetyl-4-methyl-thiazol-2-yl)-urea;

1-{(3S,4R)-3-[(S)-3-(4-fluoro-benzyl)-piperidin-1-ylmethyl]-piperidin-4-yl}-3-(4-fluoro-phenyl)-urea;

(3R,4R)-3-[(S)-3-(4-fluoro-benzyl)-piperidin-1-ylmethyl]-4-[3-(4-fluoro-phenyl)-ureido]-piperidine-1-carboxylic acid t-butyl ester;

1-<{ (3R,4R)-1-acetyl-3-[ (S)-3-(4-fluoro-benzyl)-piperidin-1-ylmethyl]-piperidin-4-yl}-3-(4-fluoro-phenyl)-urea;

5 1-<{ (3S,4R)-3-[ (S)-3-(4-fluoro-benzyl)-piperidin-1-ylmethyl]-1-methyl-piperidin-4-yl}-3-(4-fluoro-phenyl)-urea;

10 1-<{ (3S,4R)-3-[ (S)-3-(4-fluoro-benzyl)-piperidin-1-ylmethyl]-1-ethyl-piperidin-4-yl}-3-(4-fluoro-phenyl)-urea;

15 1-<{ (3R,4R)-3-[ (S)-3-(4-fluoro-benzyl)-piperidin-1-ylmethyl]-1-[1,2,4]oxadiazol-3-ylmethyl-piperidin-4-yl}-3-(4-fluoro-phenyl)-urea;

20 2-<{ (3R,4R)-3-[ (S)-3-(4-fluoro-benzyl)-piperidin-1-ylmethyl]-4-[3-(4-fluoro-phenyl)-ureido]-piperidin-1-yl}-N-isopropyl-acetamide;

25 1-<{ (3R,4R)-3-[ (S)-3-(4-fluoro-benzyl)-piperidin-1-ylmethyl]-1-prop-2-ynyl-piperidin-4-yl}-3-(4-fluoro-phenyl)-urea;

30 1-(3-acetyl-phenyl)-3-<{ (3R,4R)-3-[ (S)-3-(4-fluoro-benzyl)-piperidin-1-ylmethyl]-[1,4']bipiperidinyl-4-yl}-urea;

35 1-<{ (3R,4R)-1'-acetyl-3-[ (S)-3-(4-fluoro-benzyl)-piperidin-1-ylmethyl]-[1,4']bipiperidinyl-4-yl}-3-(3-acetyl-phenyl)-urea;

1-(3-acetyl-phenyl)-3-<{ (3R,4R)-3-[ (S)-3-(4-fluoro-benzyl)-piperidin-1-ylmethyl]-1'-methyl-[1,4']bipiperidinyl-4-yl}-urea;

40 1-(3,5-diacetyl-phenyl)-3-<{ (3S,4R)-3-[ (S)-3-(4-fluoro-benzyl)-piperidin-1-ylmethyl]-piperidin-4-yl}-urea;

(3R,4R)-3-[ (S)-3-(4-fluoro-benzyl)-piperidin-1-ylmethyl]-  
4-[3-(3,5-diacetyl-phenyl)-ureido]-piperidine-1-  
carboxylic acid t-butyl ester;

5 1-(3,5-diacetyl-phenyl)-3-{(3R,4R)-1-acetyl-3-[ (S)-3-(4-  
fluoro-benzyl)-piperidin-1-ylmethyl]-piperidin-4-  
yl}-urea;

10 1-(3,5-diacetyl-phenyl)-3-{(3S,4R)-3-[ (S)-3-(4-fluoro-  
benzyl)-piperidin-1-ylmethyl]-1-methyl-piperidin-4-  
yl}-urea;

15 1-(3,5-diacetyl-phenyl)-3-{(3S,4R)-3-[ (S)-3-(4-fluoro-  
benzyl)-piperidin-1-ylmethyl]-1-ethyl-piperidin-4-  
yl}-urea;

20 1-(3,5-diacetyl-phenyl)-3-{(3R,4R)-3-[ (S)-3-(4-fluoro-  
benzyl)-piperidin-1-ylmethyl]-1-[1,2,4]oxadiazol-3-  
ylmethyl-piperidin-4-yl}-urea;

25 1-(3,5-diacetyl-phenyl)-3-{(3R,4R)-3-[ (S)-3-(4-fluoro-  
benzyl)-piperidin-1-ylmethyl]-1-propargyl-piperidin-  
4-yl}-urea;

30 (3R,4R)-3-[ (S)-3-(4-fluoro-benzyl)-piperidin-1-ylmethyl]-  
4-{3-[3-(1-methyl-1H-tetrazol-5-yl)-phenyl]-ureido}-  
piperidine-1-carboxylic acid methyl ester;

35 1-{(3S,4R)-3-[ (S)-3-(4-fluoro-benzyl)-piperidin-1-  
ylmethyl]-piperidin-4-yl}-5-[3-methyl-5-(1-methyl-  
1H-tetrazol-5-yl)-phenyl]-urea;

(3R,4R)-3-[ (S)-3-(4-fluoro-benzyl)-piperidin-1-ylmethyl]-  
4-{3-[3-methyl-5-(1-methyl-1H-tetrazol-5-yl)-

phenyl]-ureido}-piperidine-1-carboxylic acid t-butyl ester;

5 1-{(3R,4R)-1-acetyl-3-[(S)-3-(4-fluoro-benzyl)-piperidin-1-ylmethyl]-piperidin-4-yl}-3-[3-methyl-5-(1-methyl-1H-tetrazol-5-yl)-phenyl]-urea;

10 1-{(3S,4R)-3-[(S)-3-(4-fluoro-benzyl)-piperidin-1-ylmethyl]-1-methyl-piperidin-4-yl}-3-[3-methyl-5-(1-methyl-1H-tetrazol-5-yl)-phenyl]-urea;

15 1-{(3S,4R)-3-[(S)-3-(4-fluoro-benzyl)-piperidin-1-ylmethyl]-1-ethyl-piperidin-4-yl}-3-[3-methyl-5-(1-methyl-1H-tetrazol-5-yl)-phenyl]-urea;

20 1-{(3R,4R)-3-[(S)-3-(4-fluoro-benzyl)-piperidin-1-ylmethyl]-1-[1,2,4]oxadiazol-3-ylmethyl-piperidin-4-yl}-3-[3-methyl-5-(1-methyl-1H-tetrazol-5-yl)-phenyl]-urea;

25 1-{(3R,4R)-3-[(S)-3-(4-fluoro-benzyl)-piperidin-1-ylmethyl]-4-{3-[3-methyl-5-(1-methyl-1H-tetrazol-5-yl)-phenyl]-ureido}-piperidin-1-yl}-N-isopropyl-acetamide;

30 1-{(3R,4R)-3-[(S)-3-(4-fluoro-benzyl)-piperidin-1-ylmethyl]-1-prop-2-ynyl-piperidin-4-yl}-3-[3-methyl-5-(1-methyl-1H-tetrazol-5-yl)-phenyl]-urea;

35 (3R,4R)-3-[(S)-3-(4-fluoro-benzyl)-piperidin-1-ylmethyl]-4-{3-[3-bromo-5-(1-methyl-1H-tetrazol-5-yl)-phenyl]-ureido}-piperidine-1-carboxylic acid t-butyl ester;

1-<{ (3R, 4R)-1-acetyl-3-[ (S)-3-(4-fluoro-benzyl)-piperidin-1-ylmethyl]-piperidin-4-yl}-3-[3-bromo-5-(1-methyl-1H-tetrazol-5-yl)-phenyl]-urea;

5 1-<{ (3S, 4R)-3-[ (S)-3-(4-fluoro-benzyl)-piperidin-1-ylmethyl]-1-methyl-piperidin-4-yl}-3-[3-bromo-5-(1-methyl-1H-tetrazol-5-yl)-phenyl]-urea;

10 1-<{ (3S, 4R)-3-[ (S)-3-(4-fluoro-benzyl)-piperidin-1-ylmethyl]-1-ethyl-piperidin-4-yl}-3-[3-bromo-5-(1-methyl-1H-tetrazol-5-yl)-phenyl]-urea;

15 1-<{ (3R, 4R)-3-[ (S)-3-(4-fluoro-benzyl)-piperidin-1-ylmethyl]-1-[1, 2, 4]oxadiazol-3-ylmethyl-piperidin-4-yl}-3-[3-bromo-5-(1-methyl-1H-tetrazol-5-yl)-phenyl]-urea;

20 2-<{ (3R, 4R)-3-[ (S)-3-(4-fluoro-benzyl)-piperidin-1-ylmethyl]-4-{3-[3-bromo-5-(1-methyl-1H-tetrazol-5-yl)-phenyl]-ureido}-piperidin-1-yl}-N-isopropyl-acetamide;

25 1-<{ (3R, 4R)-3-[ (S)-3-(4-fluoro-benzyl)-piperidin-1-ylmethyl]-1-prop-2-ynyl-piperidin-4-yl}-3-[3-bromo-5-(1-methyl-1H-tetrazol-5-yl)-phenyl]-urea;

30 1-<{ (3R, 4R)-3-[ (S)-3-(4-fluoro-benzyl)-piperidin-1-ylmethyl]-1-(2-oxo-propyl)-piperidin-4-yl}-3-[3-(1-methyl-1H-tetrazol-5-yl)-phenyl]-urea;

35 1-<{ (3R, 4R)-3-[ (S)-3-(4-fluoro-benzyl)-piperidin-1-ylmethyl]-1-(2-oxo-propyl)-piperidin-4-yl}-3-(1-methyl-pyrazol-3-yl)-urea;

2-[3-[(3R,4R)-3-[(S)-3-(4-fluoro-benzyl)-piperidin-1-ylmethyl]-1-(2-oxo-propyl)-piperidin-4-yl]-ureido]-4-methyl-thiazole-5-carboxylic acid ethyl ester;

5 (3R,4R)-3-[(S)-3-(4-fluoro-benzyl)-piperidin-1-ylmethyl]-4-(5-acetyl-4-methyl-thiazol-2-yl)-ureido}-piperidine-1-carboxylic acid methyl ester;

10 (3R,4R)-4-[3-(5-acetyl-4-methyl-thiazol-2-yl)-ureido]-3-[(S)-3-(4-fluoro-benzyl)-piperidin-1-ylmethyl]-piperidine-1-carboxylic acid 3-hydroxy-2,2-dimethyl-propyl ester;

15 1-(5-acetyl-4-methyl-thiazol-2-yl)-3-[(3R,4R)-3-[(S)-3-(4-fluoro-benzyl)-piperidin-1-ylmethyl]-1-propionyl-piperidin-4-yl]-urea;

20 1-(5-acetyl-4-methyl-thiazol-2-yl)-3-[(3R,4R)-1-cyclopropanecarbonyl-3-[(S)-3-(4-fluoro-benzyl)-piperidin-1-ylmethyl]-piperidin-4-yl]-urea;

25 1-(5-acetyl-4-methyl-thiazol-2-yl)-3-[(3R,4R)-1-cyclopentanecarbonyl-3-[(S)-3-(4-fluoro-benzyl)-piperidin-1-ylmethyl]-piperidin-4-yl]-urea;

30 1-(5-acetyl-4-methyl-thiazol-2-yl)-3-[(3R,4R)-3-[(S)-3-(4-fluoro-benzyl)-piperidin-1-ylmethyl]-1-(tetrahydro-pyran-4-carbonyl)-piperidin-4-yl]-urea;

35 1-(5-acetyl-4-methyl-thiazol-2-yl)-3-[(3R,4R)-3-[(S)-3-(4-fluoro-benzyl)-piperidin-1-ylmethyl]-1-(2-methoxy-acetyl)-piperidin-4-yl]-urea;

35 1-(5-acetyl-4-methyl-thiazol-2-yl)-3-[(3R,4R)-3-[(S)-3-(4-fluoro-benzyl)-piperidin-1-ylmethyl]-1-(2-dimethylamino-acetyl)-piperidin-4-yl]-urea;

(3R,4R)-4-[3-(5-acetyl-4-methyl-thiazol-2-yl)-ureido]-3-[  
[(S)-3-(4-fluoro-benzyl)-piperidin-1-ylmethyl]-  
piperidine-1-carboxylic acid methylamide;

5 (3R,4R)-4-[3-(5-acetyl-4-methyl-thiazol-2-yl)-ureido]-3-[  
[(S)-3-(4-fluoro-benzyl)-piperidin-1-ylmethyl]-  
piperidine-1-carboxylic acid dimethylamide;

10 (3R,4R)-4-[3-(5-acetyl-4-methyl-thiazol-2-yl)-ureido]-3-[  
[(S)-3-(4-fluoro-benzyl)-piperidin-1-ylmethyl]-  
piperidine-1-carboxylic acid ethylamide;

15 1-(5-acetyl-4-methyl-thiazol-2-yl)-3-{(3S,4R)-1-ethyl-3-[  
[(S)-3-(4-fluoro-benzyl)-piperidin-1-ylmethyl]-  
piperidin-4-yl}-urea;

20 1-(5-acetyl-4-methyl-thiazol-2-yl)-3-{(3S,4R)-3-[  
(S)-3-(4-fluoro-benzyl)-piperidin-1-ylmethyl]-1-propyl-  
piperidin-4-yl}-urea;

25 1-(5-acetyl-4-methyl-thiazol-2-yl)-3-{(3R,4R)-3-[  
(S)-3-(4-fluoro-benzyl)-piperidin-1-ylmethyl]-1-isopropyl-  
piperidin-4-yl}-urea;

30 1-(5-acetyl-4-methyl-thiazol-2-yl)-3-{(3R,4R)-1-  
cyclobutyl-3-[  
(S)-3-(4-fluoro-benzyl)-piperidin-1-  
ylmethyl]-piperidin-4-yl}-urea;

35 1-(5-acetyl-4-methyl-thiazol-2-yl)-3-[  
(3R,4R)-3-[  
(S)-3-(4-fluoro-benzyl)-piperidin-1-ylmethyl]-1-  
(tetrahydro-pyran-4-yl)-piperidin-4-yl]-urea;

1-(5-acetyl-4-methyl-thiazol-2-yl)-3-[  
(3R,4R)-3-[  
(S)-3-(4-fluoro-benzyl)-piperidin-1-ylmethyl]-1-  
(tetrahydro-thiopyran-4-yl)-piperidin-4-yl]-urea;

1-(5-acetyl-4-methyl-thiazol-2-yl)-3-{(3R,4R)-1-(1,1-dioxo-hexahydro-1λ6-thiopyran-4-yl)-3-[(S)-3-(4-fluoro-benzyl)-piperidin-1-ylmethyl]-piperidin-4-yl}-urea;

5

1-(5-acetyl-4-methyl-thiazol-2-yl)-3-{(3R,4R)-3-[(S)-3-(4-fluoro-benzyl)-piperidin-1-ylmethyl]-[1,4']bipiperidinyl-4-yl}-urea;

10

(3R,4R)-4-[3-(5-acetyl-4-methyl-thiazol-2-yl)-ureido]-3-[(S)-3-(4-fluoro-benzyl)-piperidin-1-ylmethyl]-[1,4']bipiperidinyl-1'-carboxylic acid tert-butyl ester;

15

1-{(3R,4R)-1'-acetyl-3-[(S)-3-(4-fluoro-benzyl)-piperidin-1-ylmethyl]-[1,4']bipiperidinyl-4-yl}-3-(5-acetyl-4-methyl-thiazol-2-yl)-urea;

20

1-(5-acetyl-4-methyl-thiazol-2-yl)-3-{(3R,4R)-3-[(S)-3-(4-fluoro-benzyl)-piperidin-1-ylmethyl]-1'-methyl-[1,4']bipiperidinyl-4-yl}-urea;

25

1-(5-acetyl-4-methyl-thiazol-2-yl)-3-{(3R,4R)-1-cyclopropylmethyl-3-[(S)-3-(4-fluoro-benzyl)-piperidin-1-ylmethyl]-piperidin-4-yl}-urea;

30

1-(5-acetyl-4-methyl-thiazol-2-yl)-3-{(3R,4R)-1-cyclobutylmethyl-3-[(S)-3-(4-fluoro-benzyl)-piperidin-1-ylmethyl]-piperidin-4-yl}-urea;

35

1-(5-acetyl-4-methyl-thiazol-2-yl)-3-{(3R,4R)-1-benzyl-3-[(S)-3-(4-fluoro-benzyl)-piperidin-1-ylmethyl]-piperidin-4-yl}-urea;

1-(5-acetyl-4-methyl-thiazol-2-yl)-3-{(3R,4R)-3-[(S)-3-(4-fluoro-benzyl)-piperidin-1-ylmethyl]-1-furan-2-ylmethyl-piperidin-4-yl}-urea;

1-(5-acetyl-4-methyl-thiazol-2-yl)-3-{(3R,4R)-3-[ (S)-3-(4-fluoro-benzyl)-piperidin-1-ylmethyl]-1-furan-3-ylmethyl-piperidin-4-yl}-urea;

5

1-(5-acetyl-4-methyl-thiazol-2-yl)-3-{(3R,4R)-3-[ (S)-3-(4-fluoro-benzyl)-piperidin-1-ylmethyl]-1-thiophen-2-ylmethyl-piperidin-4-yl}-urea;

10 1-(5-acetyl-4-methyl-thiazol-2-yl)-3-{(3R,4R)-3-[ (S)-3-(4-fluoro-benzyl)-piperidin-1-ylmethyl]-1-thiophen-3-ylmethyl-piperidin-4-yl}-urea;

15 1-(5-acetyl-4-methyl-thiazol-2-yl)-3-{(3R,4R)-3-[ (S)-3-(4-fluoro-benzyl)-piperidin-1-ylmethyl]-1-imidazol-2-ylmethyl-piperidin-4-yl}-urea;

20 1-(5-acetyl-4-methyl-thiazol-2-yl)-3-{(3R,4R)-3-[ (S)-3-(4-fluoro-benzyl)-piperidin-1-ylmethyl]-1-imidazol-4-ylmethyl-piperidin-4-yl}-urea;

25 1-(5-acetyl-4-methyl-thiazol-2-yl)-3-{(3R,4R)-3-[ (S)-3-(4-fluoro-benzyl)-piperidin-1-ylmethyl]-1-thiazol-2-ylmethyl-piperidin-4-yl}-urea;

1-(5-acetyl-4-methyl-thiazol-2-yl)-3-{(3R,4R)-3-[ (S)-3-(4-fluoro-benzyl)-piperidin-1-ylmethyl]-1-[1,2,4]oxadiazol-3-ylmethyl-piperidin-4-yl}-urea;

30 1-(5-acetyl-4-methyl-thiazol-2-yl)-3-{(3R,4R)-3-[ (S)-3-(4-fluoro-benzyl)-piperidin-1-ylmethyl]-1-(2-hydroxyethyl)-piperidin-4-yl}-urea;

35 1-(5-acetyl-4-methyl-thiazol-2-yl)-3-{(3R,4R)-3-[ (S)-3-(4-fluoro-benzyl)-piperidin-1-ylmethyl]-1-(2-hydroxy-2-methylpropyl)-piperidin-4-yl}-urea;

1-(5-acetyl-4-methyl-thiazol-2-yl)-3-{(3R,4R)-3-[(S)-3-(4-fluoro-benzyl)-piperidin-1-ylmethyl]-1-(2-hydroxy-3,3,3-trifluoropropyl)-piperidin-4-yl}-urea;

5    1-(5-acetyl-4-methyl-thiazol-2-yl)-3-{(3R,4R)-3-[(S)-3-(4-fluoro-benzyl)-piperidin-1-ylmethyl]-1-(2-methoxy-ethyl)-piperidin-4-yl}-urea;

10    1-(5-acetyl-4-methyl-thiazol-2-yl)-3-{(3R,4R)-1-(2-ethoxy-ethyl)-3-[(S)-3-(4-fluoro-benzyl)-piperidin-1-ylmethyl]-piperidin-4-yl}-urea;

15    1-(5-acetyl-4-methyl-thiazol-2-yl)-3-{(3R,4R)-1-(2-ethylsulfanyl-ethyl)-3-[(S)-3-(4-fluoro-benzyl)-piperidin-1-ylmethyl]-piperidin-4-yl}-urea;

20    1-(5-acetyl-4-methyl-thiazol-2-yl)-3-{(3R,4R)-1-(2-ethanesulfonyl-ethyl)-3-[(S)-3-(4-fluoro-benzyl)-piperidin-1-ylmethyl]-piperidin-4-yl}-urea;

25    1-(5-acetyl-4-methyl-thiazol-2-yl)-3-{(3R,4R)-1-(2-acetoxy-ethyl)-3-[(S)-3-(4-fluoro-benzyl)-piperidin-1-ylmethyl]-piperidin-4-yl}-urea;

30    1-(5-acetyl-4-methyl-thiazol-2-yl)-3-{(3R,4R)-1-(2-dimethylamino-ethyl)-3-[(S)-3-(4-fluoro-benzyl)-piperidin-1-ylmethyl]-piperidin-4-yl}-urea;

35    1-(5-acetyl-4-methyl-thiazol-2-yl)-3-{(3R,4R)-1-(2-diethylamino-ethyl)-3-[(S)-3-(4-fluoro-benzyl)-piperidin-1-ylmethyl]-piperidin-4-yl}-urea;

1-(5-acetyl-4-methyl-thiazol-2-yl)-3-[(3R,4R)-3-[(S)-3-(4-fluoro-benzyl)-piperidin-1-ylmethyl]-1-(2-pyrrolidin-1-yl-ethyl)-piperidin-4-yl]-urea;

1-(5-acetyl-4-methyl-thiazol-2-yl)-3-[(3R,4R)-3-[(S)-3-(4-fluoro-benzyl)-piperidin-1-ylmethyl]-1-(2-morpholin-1-yl-ethyl)-piperidin-4-yl]-urea;

5

1-(5-acetyl-4-methyl-thiazol-2-yl)-3-[(3R,4R)-3-[(S)-3-(4-fluoro-benzyl)-piperidin-1-ylmethyl]-1-(2-pyrrol-1-yl-ethyl)-piperidin-4-yl]-urea;

10 1-(5-acetyl-4-methyl-thiazol-2-yl)-3-[(3R,4R)-3-[(S)-3-(4-fluoro-benzyl)-piperidin-1-ylmethyl]-1-(3-oxo-butyl)-piperidin-4-yl]-urea;

15 1-(5-acetyl-4-methyl-thiazol-2-yl)-3-[(3R,4R)-3-[(S)-3-(4-fluoro-benzyl)-piperidin-1-ylmethyl]-1-(2-methyl-3-oxo-butyl)-piperidin-4-yl]-urea;

20 1-(5-acetyl-4-methyl-thiazol-2-yl)-3-[(3R,4R)-3-[(S)-3-(4-fluoro-benzyl)-piperidin-1-ylmethyl]-1-(3-hydroxypropyl)-piperidin-4-yl]-urea;

25 1-(5-acetyl-4-methyl-thiazol-2-yl)-3-[(3R,4R)-3-[(S)-3-(4-fluoro-benzyl)-piperidin-1-ylmethyl]-1-[(S)-3-hydroxy-2-methylpropyl]-piperidin-4-yl]-urea;

1-(5-acetyl-4-methyl-thiazol-2-yl)-3-[(3R,4R)-3-[(S)-3-(4-fluoro-benzyl)-piperidin-1-ylmethyl]-1-[(R)-3-hydroxy-2-methylpropyl]-piperidin-4-yl]-urea;

30 1-(5-acetyl-4-methyl-thiazol-2-yl)-3-[(3R,4R)-1-(3,3-dimethyl-2-oxo-butyl)-3-[(S)-3-(4-fluoro-benzyl)-piperidin-1-ylmethyl]-piperidin-4-yl]-urea;

35 2-[(3R,4R)-4-[3-(5-acetyl-4-methyl-thiazol-2-yl)-ureido]-3-[(S)-3-(4-fluoro-benzyl)-piperidin-1-ylmethyl]-piperidin-1-yl]-N-methyl-acetamide;

2-<{ (3R, 4R)-4-[3-(5-acetyl-4-methyl-thiazol-2-yl)-ureido]-3-[ (S)-3-(4-fluoro-benzyl)-piperidin-1-ylmethyl]-piperidin-1-yl}-N-isopropyl-acetamide;

5 2-<{ (3R, 4R)-4-[3-(5-acetyl-4-methyl-thiazol-2-yl)-ureido]-3-[ (S)-3-(4-fluoro-benzyl)-piperidin-1-ylmethyl]-piperidin-1-yl}-N-tert-butyl-acetamide;

10 2-<{ (3R, 4R)-4-[3-(5-acetyl-4-methyl-thiazol-2-yl)-ureido]-3-[ (S)-3-(4-fluoro-benzyl)-piperidin-1-ylmethyl]-piperidin-1-yl}-N,N-dimethyl-acetamide;

15 1-(5-acetyl-4-methyl-thiazol-2-yl)-3-<{ (3R, 4R)-3-[ (S)-3-(4-fluoro-benzyl)-piperidin-1-ylmethyl]-1-(2-oxo-cyclopentyl)-piperidin-4-yl}-urea;

20 1-(5-acetyl-4-methyl-thiazol-2-yl)-3-<{ (3R, 4R)-1-allyl-3-[ (S)-3-(4-fluoro-benzyl)-piperidin-1-ylmethyl]-piperidin-4-yl}-urea;

25 1-(5-acetyl-4-methyl-thiazol-2-yl)-3-<{ (3R, 4R)-3-[ (S)-3-(4-fluoro-benzyl)-piperidin-1-ylmethyl]-1-prop-2-ynyl-piperidin-4-yl}-urea;

30 1-<{ (3R, 4S)-4-[ (S)-3-(4-fluoro-benzyl)-piperidin-1-ylmethyl]-piperidin-3-yl}-3-(4-fluoro-phenyl)-urea;

35 1-<{ (3R, 4S)-1-acetyl-4-[ (S)-3-(4-fluoro-benzyl)-piperidin-1-ylmethyl]-piperidin-3-yl}-3-(4-fluoro-phenyl)-urea;

1-<{ (3R, 4S)-4-[ (S)-3-(4-fluoro-benzyl)-piperidin-1-ylmethyl]-1-(2-methoxy-acetyl)-piperidin-3-yl}-3-(4-fluoro-phenyl)-urea;

35 1-<{ (3R, 4S)-1-cyclopropylmethyl-4-[ (S)-3-(4-fluoro-benzyl)-piperidin-1-ylmethyl]-piperidin-3-yl}-3-(4-fluoro-phenyl)-urea;

1-[ (3R, 4S)-4-[(S)-3-(4-fluoro-benzyl)-piperidin-1-ylmethyl]-1-(2-hydroxy-ethyl)-piperidin-3-yl]-3-(4-fluoro-phenyl)-urea;

5    1-(3-acetyl-phenyl)-3-[ (3R, 4S)-4-[(S)-3-(4-fluoro-benzyl)-piperidin-1-ylmethyl]-1-(2-methoxy-acetyl)-piperidin-3-yl]-urea;

10    1-(3-acetyl-phenyl)-3-{ (3R, 4S)-1-(2-dimethylamino-acetyl)-4-[(S)-3-(4-fluoro-benzyl)-piperidin-1-ylmethyl]-piperidin-3-yl}-urea;

15    (3R, 4S)-3-[3-(3-acetyl-phenyl)-ureido]-4-[(S)-3-(4-fluoro-benzyl)-piperidin-1-ylmethyl]-piperidine-1-carboxylic acid ethylamide;

20    1-(3-acetyl-phenyl)-3-[ (3R, 4S)-4-[(S)-3-(4-fluoro-benzyl)-piperidin-1-ylmethyl]-1-(2-hydroxy-ethyl)-piperidin-3-yl]-urea;

(3R, 4S)-4-[(S)-3-(4-fluoro-benzyl)-piperidin-1-ylmethyl]-3-[3-[3-(1-methyl-1H-tetrazol-5-yl)-phenyl]-ureido]-piperidine-1-carboxylic acid tert-butyl ester;

25    1-{ (3R, 4S)-1-acetyl-4-[(S)-3-(4-fluoro-benzyl)-piperidin-1-ylmethyl]-piperidin-3-yl}-3-[3-(1-methyl-1H-tetrazol-5-yl)-phenyl]-urea;

30    1-{ (3R, 4S)-1-(2, 2-dimethyl-propionyl)-4-[(S)-3-(4-fluoro-benzyl)-piperidin-1-ylmethyl]-piperidin-3-yl}-3-[3-(1-methyl-1H-tetrazol-5-yl)-phenyl]-urea;

35    1-{ (3R, 4S)-4-[(S)-3-(4-fluoro-benzyl)-piperidin-1-ylmethyl]-1-methyl-piperidin-3-yl}-3-[3-(1-methyl-1H-tetrazol-5-yl)-phenyl]-urea;

1-{ (3R, 4S)-4-[(S)-3-(4-fluoro-benzyl)-piperidin-1-ylmethyl]-piperidin-3-yl}-3-[3-methyl-5-(1-methyl-1H-tetrazol-5-yl)-phenyl]-urea;

1-[(3R,4S)-4-[(S)-3-(4-fluoro-benzyl)-piperidin-1-ylmethyl]-1-(2-hydroxy-ethyl)-piperidin-3-yl]-3-[3-methyl-5-(1-methyl-1H-tetrazol-5-yl)-phenyl]-urea;

5

1-[3-bromo-5-(1-methyl-1H-tetrazol-5-yl)-phenyl]-3-[(3R,4S)-4-[(S)-3-(4-fluoro-benzyl)-piperidin-1-ylmethyl]-piperidin-3-yl]-urea;

10 1-[3-bromo-5-(1-methyl-1H-tetrazol-5-yl)-phenyl]-3-[(3R,4S)-4-[(S)-3-(4-fluoro-benzyl)-piperidin-1-ylmethyl]-1-(2-hydroxy-ethyl)-piperidin-3-yl]-urea;

15 1-{(3R,4S)-1-acetyl-4-[(S)-3-(4-fluoro-benzyl)-piperidin-1-ylmethyl]-piperidin-3-yl}-3-[3-(5-methyl-tetrazol-1-yl)-phenyl]-urea;

20 1-{(3R,4S)-1-acetyl-4-[(S)-3-(4-fluoro-benzyl)-piperidin-1-ylmethyl]-piperidin-3-yl}-3-(1-methyl-pyrazol-3-yl)-urea;

1-{(3R,4S)-1-acetyl-4-[(S)-3-(4-fluoro-benzyl)-piperidin-1-ylmethyl]-piperidin-3-yl}-3-(thiazol-2-yl)-urea;

25 2-(3-{(3R,4S)-1-acetyl-4-[(S)-3-(4-fluoro-benzyl)-piperidin-1-ylmethyl]-piperidin-3-yl}-ureido)-4-methyl-thiazole-5-carboxylic acid ethyl ester;

30 1-(5-acetyl-4-methyl-thiazol-2-yl)-3-{(3R,4S)-4-[(S)-3-(4-fluoro-benzyl)-piperidin-1-ylmethyl]-piperidin-3-yl}-urea;

35 (3R,4S)-3-[3-(5-acetyl-4-methyl-thiazol-2-yl)-ureido]-4-[(S)-3-(4-fluoro-benzyl)-piperidin-1-ylmethyl]-piperidine-1-carboxylic acid methyl ester;

(3R,4S)-3-[3-(5-acetyl-4-methyl-thiazol-2-yl)-ureido]-4-[(S)-3-(4-fluoro-benzyl)-piperidin-1-ylmethyl]-piperidine-1-carboxylic acid tert-butyl ester;

1-<{(3R,4S)-1-acetyl-4-[ (S)-3-(4-fluoro-benzyl)-piperidin-1-ylmethyl]-piperidin-3-yl}-3-(5-acetyl-4-methyl-thiazol-2-yl)-urea;

5

1-(5-acetyl-4-methyl-thiazol-2-yl)-3-<{(3R,4S)-4-[ (S)-3-(4-fluoro-benzyl)-piperidin-1-ylmethyl]-1-propionyl-piperidin-3-yl}-urea;

10 1-(5-acetyl-4-methyl-thiazol-2-yl)-3-<{(3R,4S)-4-[ (S)-3-(4-fluoro-benzyl)-piperidin-1-ylmethyl]-1-(2-methyl-propionyl)-piperidin-3-yl}-urea;

15 1-(5-acetyl-4-methyl-thiazol-2-yl)-3-<{(3R,4S)-1-(2,2-dimethyl-propionyl)-4-[ (S)-3-(4-fluoro-benzyl)-piperidin-1-ylmethyl]-piperidin-3-yl}-urea;

20 1-(5-acetyl-4-methyl-thiazol-2-yl)-3-<{(3R,4S)-1-cyclopropanecarbonyl-4-[ (S)-3-(4-fluoro-benzyl)-piperidin-1-ylmethyl]-piperidin-3-yl}-urea;

25 1-(5-acetyl-4-methyl-thiazol-2-yl)-3-<{(3R,4S)-1-cyclobutanecarbonyl-4-[ (S)-3-(4-fluoro-benzyl)-piperidin-1-ylmethyl]-piperidin-3-yl}-urea;

30 1-(5-acetyl-4-methyl-thiazol-2-yl)-3-<{(3R,4S)-1-cyclopentanecarbonyl-4-[ (S)-3-(4-fluoro-benzyl)-piperidin-1-ylmethyl]-piperidin-3-yl}-urea;

35 1-(5-acetyl-4-methyl-thiazol-2-yl)-3-<{(3R,4S)-4-[ (S)-3-(4-fluoro-benzyl)-piperidin-1-ylmethyl]-1-(tetrahydro-pyran-4-carbonyl)-piperidin-3-yl}-urea;

1-(5-acetyl-4-methyl-thiazol-2-yl)-3-{(3R,4S)-4-[(S)-3-(4-fluoro-benzyl)-piperidin-1-ylmethyl]-1-(2-methoxy-acetyl)-piperidin-3-yl}-urea;

5 1-(5-acetyl-4-methyl-thiazol-2-yl)-3-{(3R,4S)-1-(2-dimethylamino-acetyl)-4-[(S)-3-(4-fluoro-benzyl)-piperidin-1-ylmethyl]-piperidin-3-yl}-urea;

10 (3R,4S)-3-[3-(5-acetyl-4-methyl-thiazol-2-yl)-ureido]-4-[(S)-3-(4-fluoro-benzyl)-piperidin-1-ylmethyl]-piperidine-1-carboxylic acid methylamide;

15 (3R,4S)-3-[3-(5-acetyl-4-methyl-thiazol-2-yl)-ureido]-4-[(S)-3-(4-fluoro-benzyl)-piperidin-1-ylmethyl]-piperidine-1-carboxylic acid ethylamide;

(3R,4S)-3-[3-(5-acetyl-4-methyl-thiazol-2-yl)-ureido]-4-[(S)-3-(4-fluoro-benzyl)-piperidin-1-ylmethyl]-piperidine-1-carboxylic acid propylamide;

20 (3R,4S)-3-[3-(5-acetyl-4-methyl-thiazol-2-yl)-ureido]-4-[(S)-3-(4-fluoro-benzyl)-piperidin-1-ylmethyl]-piperidine-1-carboxylic acid isopropylamide;

25 (3R,4S)-3-[3-(5-acetyl-4-methyl-thiazol-2-yl)-ureido]-4-[(S)-3-(4-fluoro-benzyl)-piperidin-1-ylmethyl]-piperidine-1-carboxylic acid allylamine;

30 (3R,4S)-3-[3-(5-acetyl-4-methyl-thiazol-2-yl)-ureido]-4-[(S)-3-(4-fluoro-benzyl)-piperidin-1-ylmethyl]-piperidine-1-carboxylic acid (5-acetyl-4-methyl-thiazol-2-yl)-amide;

35 1-(5-acetyl-4-methyl-thiazol-2-yl)-3-{(3R,4S)-4-[(S)-3-(4-fluoro-benzyl)-piperidin-1-ylmethyl]-1-methyl-piperidin-3-yl}-urea;

1-(5-acetyl-4-methyl-thiazol-2-yl)-3-{(3R,4S)-4-[(S)-3-(4-fluoro-benzyl)-piperidin-1-ylmethyl]-[1,4']bipiperidinyl-3-yl}-urea;

5 1-{(3R,4S)-1'-acetyl-4-[(S)-3-(4-fluoro-benzyl)-piperidin-1-ylmethyl]-[1,4']bipiperidinyl-3-yl}-3-(5-acetyl-4-methyl-thiazol-2-yl)-urea;

10 1-(5-acetyl-4-methyl-thiazol-2-yl)-3-{(3R,4S)-4-[(S)-3-(4-fluoro-benzyl)-piperidin-1-ylmethyl]-1'-methyl-[1,4']bipiperidinyl-3-yl}-urea;

15 1-(5-acetyl-4-methyl-thiazol-2-yl)-3-{(3R,4S)-1-cyclopropylmethyl-4-[(S)-3-(4-fluoro-benzyl)-piperidin-1-ylmethyl]-piperidin-3-yl}-urea;

20 1-(5-acetyl-4-methyl-thiazol-2-yl)-3-{(3R,4S)-4-[(S)-3-(4-fluoro-benzyl)-piperidin-1-ylmethyl]-1-(tetrahydro-pyran-2-ylmethyl)-piperidin-3-yl}-urea;

25 1-(5-acetyl-4-methyl-thiazol-2-yl)-3-{(3R,4S)-4-[(S)-3-(4-fluoro-benzyl)-piperidin-1-ylmethyl]-1-furan-2-ylmethyl-piperidin-3-yl}-urea;

30 1-(5-acetyl-4-methyl-thiazol-2-yl)-3-{(3R,4S)-4-[(S)-3-(4-fluoro-benzyl)-piperidin-1-ylmethyl]-1-furan-3-ylmethyl-piperidin-3-yl}-urea;

35 1-(5-acetyl-4-methyl-thiazol-2-yl)-3-{(3R,4S)-4-[(S)-3-(4-fluoro-benzyl)-piperidin-1-ylmethyl]-1-[1,2,4]oxadiazol-3-ylmethyl-piperidin-3-yl}-urea;

1-(5-acetyl-4-methyl-thiazol-2-yl)-3-{(3R,4S)-4-[(S)-3-(4-fluoro-benzyl)-piperidin-1-ylmethyl]-1-(2-fluoroethyl)-piperidin-3-yl}-urea;

1-(5-acetyl-4-methyl-thiazol-2-yl)-3-{(3R,4S)-4-[(S)-3-(4-fluoro-benzyl)-piperidin-1-ylmethyl]-1-(2-hydroxy-ethyl)-piperidin-3-yl}-urea;

1-(5-acetyl-4-methyl-thiazol-2-yl)-3-{(3R,4S)-1-(2-ethanesulfonyl-ethyl)-4-[(S)-3-(4-fluoro-benzyl)-piperidin-1-ylmethyl]-piperidin-3-yl}-urea;

5

1-(5-acetyl-4-methyl-thiazol-2-yl)-3-{(3R,4S)-1-cyanomethyl-4-[(S)-3-(4-fluoro-benzyl)-piperidin-1-ylmethyl]-piperidin-3-yl}-urea;

10 1-(5-acetyl-4-methyl-thiazol-2-yl)-3-{(3R,4S)-4-[(S)-3-(4-fluoro-benzyl)-piperidin-1-ylmethyl]-1-(2-hydroxy-propyl)-piperidin-3-yl}-urea;

15 1-(5-acetyl-4-methyl-thiazol-2-yl)-3-{(3R,4S)-4-[(S)-3-(4-fluoro-benzyl)-piperidin-1-ylmethyl]-1-[(S)-2-hydroxy-2-methyl-propyl]-piperidin-3-yl}-urea;

20 1-(5-acetyl-4-methyl-thiazol-2-yl)-3-{(3R,4S)-4-[(S)-3-(4-fluoro-benzyl)-piperidin-1-ylmethyl]-1-[(R)-2-hydroxy-2-methyl-propyl]-piperidin-3-yl}-urea;

25 1-(5-acetyl-4-methyl-thiazol-2-yl)-3-{(3R,4S)-4-[(S)-3-(4-fluoro-benzyl)-piperidin-1-ylmethyl]-1-(2-oxo-propyl)-piperidin-3-yl}-urea;

2-{(3R,4S)-3-[3-(5-acetyl-4-methyl-thiazol-2-yl)-ureido]-4-[(S)-3-(4-fluoro-benzyl)-piperidin-1-ylmethyl]-piperidin-1-yl}-N,N-dimethyl-acetamide;

30 1-{(3R,4S)-4-[(S)-3-(4-fluoro-benzyl)-piperidin-1-ylmethyl]-1-isobutyryl-piperidin-3-yl}-3-[3-(1-methyl-1H-tetrazol-5-yl)-phenyl]-urea;

35 1-{(3R,4S)-1-benzoyl-4-[(S)-3-(4-fluoro-benzyl)-piperidin-1-ylmethyl]-piperidin-3-yl}-3-[3-(1-methyl-1H-tetrazol-5-yl)-phenyl]-urea;

1-<{(3R,4S)-4-[*(S*)-3-(4-fluoro-benzyl)-piperidin-1-ylmethyl]-1-(propane-2-sulfonyl)-piperidin-3-yl}-3-[3-(1-methyl-1H-tetrazol-5-yl)-phenyl]-urea;

5 1-<{(3R,4S)-4-[*(S*)-3-(4-fluoro-benzyl)-piperidin-1-ylmethyl]-piperidin-3-yl}-3-(2-morpholin-4-yl-ethyl)-urea;

10 (3R,4S)-4-[*(S*)-3-(4-fluoro-benzyl)-piperidin-1-ylmethyl]-3-[3-(2-morpholin-4-yl-ethyl)-ureido]-piperidine-1-carboxylic acid methyl ester;

15 1-<{(3R,4S)-1-acetyl-4-[*(S*)-3-(4-fluoro-benzyl)-piperidin-1-ylmethyl]-piperidin-3-yl}-3-(2-morpholin-4-yl-ethyl)-urea;

20 1-<{(3R,4S)-4-[*(S*)-3-(4-fluoro-benzyl)-piperidin-1-ylmethyl]-1-propionyl-piperidin-3-yl}-3-(2-morpholin-4-yl-ethyl)-urea;

25 1-<{(3R,4S)-1-(2,2-dimethyl-propionyl)-4-[*(S*)-3-(4-fluoro-benzyl)-piperidin-1-ylmethyl]-piperidin-3-yl}-3-(2-morpholin-4-yl-ethyl)-urea;

30 1-<{(3R,4S)-1-cyclobutanecarbonyl-4-[*(S*)-3-(4-fluoro-benzyl)-piperidin-1-ylmethyl]-piperidin-3-yl}-3-(2-morpholin-4-yl-ethyl)-urea;

35 1-<{(3R,4S)-4-[*(S*)-3-(4-fluoro-benzyl)-piperidin-1-ylmethyl]-1-(tetrahydro-pyran-4-carbonyl)-piperidin-3-yl}-3-(2-morpholin-4-yl-ethyl)-urea;

40 1-<{(3R,4S)-4-[*(S*)-3-(4-fluoro-benzyl)-piperidin-1-ylmethyl]-1-(2-methoxy-acetyl)-piperidin-3-yl}-3-(2-morpholin-4-yl-ethyl)-urea;

45 (3R,4S)-4-[*(S*)-3-(4-fluoro-benzyl)-piperidin-1-ylmethyl]-3-[3-(2-morpholin-4-yl-ethyl)-ureido]-piperidine-1-carboxylic acid dimethylamide;

(3R, 4S)-4-[(S)-3-(4-fluoro-benzyl)-piperidin-1-ylmethyl]-  
3-[3-(2-morpholin-4-yl-ethyl)-ureido]-piperidine-1-  
carboxylic acid ethylamide;

5

1-{(3R, 4S)-4-[(S)-3-(4-fluoro-benzyl)-piperidin-1-  
ylmethyl]-1-methanesulfonyl-piperidin-3-yl}-3-(2-  
morpholin-4-yl-ethyl)-urea;

10 1-{(3R, 4S)-4-[(S)-3-(4-fluoro-benzyl)-piperidin-1-  
ylmethyl]-1-methyl-piperidin-3-yl}-3-(2-morpholin-4-  
yl-ethyl)-urea;

15 1-{(3R, 4S)-1-ethyl-4-[(S)-3-(4-fluoro-benzyl)-piperidin-  
1-ylmethyl]-piperidin-3-yl}-3-(2-morpholin-4-yl-  
ethyl)-urea;

20 1-{(3R, 4S)-4-[(S)-3-(4-fluoro-benzyl)-piperidin-1-  
ylmethyl]-1-isopropyl-piperidin-3-yl}-3-(2-  
morpholin-4-yl-ethyl)-urea;

25 1-{(3R, 4S)-1-cyclopropylmethyl-4-[(S)-3-(4-fluoro-  
benzyl)-piperidin-1-ylmethyl]-piperidin-3-yl}-3-(2-  
morpholin-4-yl-ethyl)-urea;

1-{(3R, 4S)-4-[(S)-3-(4-fluoro-benzyl)-piperidin-1-  
ylmethyl]-1-(2-oxo-propyl)-piperidin-3-yl}-3-(2-  
morpholin-4-yl-ethyl)-urea;

30 1-{(3R, 4S)-4-[(S)-3-(4-fluoro-benzyl)-piperidin-1-  
ylmethyl]-tetrahydro-pyran-3-yl}-3-[3-(1-methyl-1H-  
tetrazol-5-yl)-phenyl]-urea;

35 1-{(3R, 4S)-4-[(S)-3-(4-fluoro-benzyl)-piperidin-1-  
ylmethyl]-tetrahydro-pyran-3-yl}-3-[3-methyl-5-(1-  
methyl-1H-tetrazol-5-yl)-phenyl]-urea;

1-(5-acetyl-4-methyl-thiazol-2-yl)-3-{(3R,4S)-4-[(S)-3-(4-fluoro-benzyl)-piperidin-1-ylmethyl]-tetrahydro-pyran-3-yl}-urea;

5 (3R,4R)-3-[(S)-3-(4-fluoro-benzyl)-piperidin-1-ylmethyl]-4-[3-(4-fluoro-phenyl)-ureido]-piperidine-1-carboxylic acid methyl ester;

10 1-{(3R,4R)-1-(2-dimethylamino-acetyl)-3-[(S)-3-(4-fluoro-benzyl)-piperidin-1-ylmethyl]-piperidin-4-yl}-3-(4-fluoro-phenyl)-urea;

1-{(3R,4R)-3-[(S)-3-(4-fluoro-benzyl)-piperidin-1-ylmethyl]-1-methanesulfonyl-piperidin-4-yl}-3-(4-fluoro-phenyl)-urea;

15 1-{(3R,4R)-3-[(S)-3-(4-fluoro-benzyl)-piperidin-1-ylmethyl]-1-thiazol-2-ylmethyl-piperidin-4-yl}-3-(4-fluoro-phenyl)-urea;

1-[(3R,4R)-3-[(S)-3-(4-fluoro-benzyl)-piperidin-1-ylmethyl]-1-(2-hydroxy-ethyl)-piperidin-4-yl]-3-(4-fluoro-phenyl)-urea;

20 1-[(3R,4R)-3-[(S)-3-(4-fluoro-benzyl)-piperidin-1-ylmethyl]-1-(2-methoxy-ethyl)-piperidin-4-yl]-3-(4-fluoro-phenyl)-urea;

25 1-[(3R,4R)-3-[(S)-3-(4-fluoro-benzyl)-piperidin-1-ylmethyl]-1-(2-morpholin-4-yl-ethyl)-piperidin-4-yl]-3-(4-fluoro-phenyl)-urea;

1-[(3S,4R)-3-[(S)-3-(4-fluoro-benzyl)-piperidin-1-ylmethyl]-1-(2-hydroxy-propyl)-piperidin-4-yl]-3-(4-fluoro-phenyl)-urea;

30 (3R,4R)-4-[3-(3,5-diacetyl-phenyl)-ureido]-3-[(S)-3-(4-fluoro-benzyl)-piperidin-1-ylmethyl]-piperidine-1-carboxylic acid methyl ester;

- 1-(3,5-diacetyl-phenyl)-3-{(3R,4R)-1-(2-dimethylamino-acetyl)-3-[(S)-3-(4-fluoro-benzyl)-piperidin-1-ylmethyl]-piperidin-4-yl}-urea;
- 5 1-(3,5-diacetyl-phenyl)-3-{(3R,4R)-3-[(S)-3-(4-fluoro-benzyl)-piperidin-1-ylmethyl]-1-methanesulfonyl-piperidin-4-yl}-urea;
- 1-(3,5-diacetyl-phenyl)-3-{(3R,4R)-1-(1,1-dioxo-hexahydro-1λ6-thiopyran-4-yl)-3-[(S)-3-(4-fluoro-benzyl)-piperidin-1-ylmethyl]-piperidin-4-yl}-urea;
- 10 1-(3,5-diacetyl-phenyl)-3-{(3R,4R)-3-[(S)-3-(4-fluoro-benzyl)-piperidin-1-ylmethyl]-1-thiazol-2-ylmethyl-piperidin-4-yl}-urea;
- 15 1-(3,5-diacetyl-phenyl)-3-{(3R,4R)-3-[(S)-3-(4-fluoro-benzyl)-piperidin-1-ylmethyl]-1-(2-hydroxy-ethyl)-piperidin-4-yl}-urea;
- 1-(3,5-diacetyl-phenyl)-3-{(3R,4R)-3-[(S)-3-(4-fluoro-benzyl)-piperidin-1-ylmethyl]-1-(2-methoxy-ethyl)-piperidin-4-yl}-urea;
- 20 1-(3,5-diacetyl-phenyl)-3-{(3R,4R)-3-[(S)-3-(4-fluoro-benzyl)-piperidin-1-ylmethyl]-1-(2-morpholin-4-yl-ethyl)-piperidin-4-yl}-urea;
- 1-(3,5-diacetyl-phenyl)-3-{(3S,4R)-3-[(S)-3-(4-fluoro-benzyl)-piperidin-1-ylmethyl]-1-(2-hydroxy-propyl)-piperidin-4-yl}-urea;
- 25 (3R,4R)-3-[(S)-3-(4-fluoro-benzyl)-piperidin-1-ylmethyl]-4-{3-[3-methyl-5-(1-methyl-1H-tetrazol-5-yl)-phenyl]-ureido}-piperidine-1-carboxylic acid methyl ester;
- 30 1-{(3R,4R)-1-(2-dimethylamino-acetyl)-3-[(S)-3-(4-fluoro-benzyl)-piperidin-1-ylmethyl]-piperidin-4-yl}-3-[3-methyl-5-(1-methyl-1H-tetrazol-5-yl)-phenyl]-urea;

- 1-[(3R,4R)-3-[(S)-3-(4-fluoro-benzyl)-piperidin-1-ylmethyl]-1-methanesulfonyl-piperidin-4-yl}-3-[3-methyl-5-(1-methyl-1H-tetrazol-5-yl)-phenyl]-urea;
- 1-[(3R,4R)-3-[(S)-3-(4-fluoro-benzyl)-piperidin-1-ylmethyl]-1-thiazol-2-ylmethyl-piperidin-4-yl}-3-[3-methyl-5-(1-methyl-1H-tetrazol-5-yl)-phenyl]-urea;
- 1-[(3R,4R)-3-[(S)-3-(4-fluoro-benzyl)-piperidin-1-ylmethyl]-1-(2-hydroxy-ethyl)-piperidin-4-yl]-3-[3-methyl-5-(1-methyl-1H-tetrazol-5-yl)-phenyl]-urea;
- 1-[(3R,4R)-3-[(S)-3-(4-fluoro-benzyl)-piperidin-1-ylmethyl]-1-(2-methoxy-ethyl)-piperidin-4-yl]-3-[3-methyl-5-(1-methyl-1H-tetrazol-5-yl)-phenyl]-urea;
- 1-[(3R,4R)-3-[(S)-3-(4-fluoro-benzyl)-piperidin-1-ylmethyl]-1-(2-morpholin-4-yl-ethyl)-piperidin-4-yl]-3-[3-methyl-5-(1-methyl-1H-tetrazol-5-yl)-phenyl]-urea;
- 1-[(3S,4R)-3-[(S)-3-(4-fluoro-benzyl)-piperidin-1-ylmethyl]-1-(2-hydroxy-propyl)-piperidin-4-yl]-3-[3-methyl-5-(1-methyl-1H-tetrazol-5-yl)-phenyl]-urea;
- (3R,4R)-3-[(S)-3-(4-fluoro-benzyl)-piperidin-1-ylmethyl]-4-{3-[3-bromo-5-(1-methyl-1H-tetrazol-5-yl)-phenyl]-ureido}-piperidine-1-carboxylic acid methyl ester;
- 1-[(3R,4R)-1-(2-dimethylamino-acetyl)-3-[(S)-3-(4-fluoro-benzyl)-piperidin-1-ylmethyl]-piperidin-4-yl]-3-[3-bromo-5-(1-methyl-1H-tetrazol-5-yl)-phenyl]-urea;
- 1-[(3R,4R)-3-[(S)-3-(4-fluoro-benzyl)-piperidin-1-ylmethyl]-1-methanesulfonyl-piperidin-4-yl}-3-[3-bromo-5-(1-methyl-1H-tetrazol-5-yl)-phenyl]-urea;
- 1-[(3R,4R)-3-[(S)-3-(4-fluoro-benzyl)-piperidin-1-ylmethyl]-1-thiazol-2-ylmethyl-piperidin-4-yl}-3-[3-bromo-5-(1-methyl-1H-tetrazol-5-yl)-phenyl]-urea;

1-[(3R,4R)-3-[(S)-3-(4-fluoro-benzyl)-piperidin-1-ylmethyl]-1-(2-hydroxy-ethyl)-piperidin-4-yl]-3-[3-bromo-5-(1-methyl-1H-tetrazol-5-yl)-phenyl]-urea;

5 1-[(3R,4R)-3-[(S)-3-(4-fluoro-benzyl)-piperidin-1-ylmethyl]-1-(2-methoxy-ethyl)-piperidin-4-yl]-3-[3-bromo-5-(1-methyl-1H-tetrazol-5-yl)-phenyl]-urea;

10 1-[(3R,4R)-3-[(S)-3-(4-fluoro-benzyl)-piperidin-1-ylmethyl]-1-(2-morpholin-4-yl-ethyl)-piperidin-4-yl]-3-[3-bromo-5-(1-methyl-1H-tetrazol-5-yl)-phenyl]-urea;

1-[(3S,4R)-3-[(S)-3-(4-fluoro-benzyl)-piperidin-1-ylmethyl]-1-(2-hydroxy-propyl)-piperidin-4-yl]-3-[3-bromo-5-(1-methyl-1H-tetrazol-5-yl)-phenyl]-urea;

15 (3R,4S)-3-(3-benzyl-ureido)-4-[(S)-3-(4-fluoro-benzyl)-piperidin-1-ylmethyl]-piperidine-1-carboxylic acid tert-butyl ester;

1-benzyl-3-{(3R,4S)-4-[(S)-3-(4-fluoro-benzyl)-piperidin-1-ylmethyl]-piperidin-3-yl}-urea;

20 (3R,4S)-4-[(S)-3-(4-fluoro-benzyl)-piperidin-1-ylmethyl]-3-[3-(tetrahydro-pyran-4-ylmethyl)-ureido]-piperidine-1-carboxylic acid tert-butyl ester;

1-{(3R,4S)-4-[(S)-3-(4-fluoro-benzyl)-piperidin-1-ylmethyl]-piperidin-3-yl}-3-(tetrahydro-pyran-4-ylmethyl)-urea;

25 (3R,4S)-4-[(S)-3-(4-fluoro-benzyl)-piperidin-1-ylmethyl]-3-{3-[2-(tetrahydro-pyran-4-yl)-ethyl]-ureido}-piperidine-1-carboxylic acid tert-butyl ester;

30 1-{(3R,4S)-4-[(S)-3-(4-fluoro-benzyl)-piperidin-1-ylmethyl]-piperidin-3-yl}-3-[2-(tetrahydro-pyran-4-yl)-ethyl]-urea;

1-<{(3S,4S)-4-[(S)-3-(4-Fluoro-benzyl)-piperidin-1-ylmethyl]-tetrahydro-pyran-3-yl}-3-[3-methyl-5-(1-methyl-1H-tetrazol-5-yl)-phenyl]-urea;

1-<{(3S,4S)-4-[(S)-3-(4-fluoro-benzyl)-piperidin-1-ylmethyl]-tetrahydro-pyran-3-yl}-3-[3-(1-methyl-1H-tetrazol-5-yl)-phenyl]-urea;

1-<{(3S,4S)-4-[(S)-3-(4-fluorobenzyl)-piperidin-1-ylmethyl]-tetrahydro-pyran-3-yl}-3-[5-acetyl-4-methylthiazol-2-yl]-urea;

10 1-<{(3S,4S)-4-[(S)-3-(4-fluorobenzyl)-piperidin-1-ylmethyl]-tetrahydro-pyran-3-yl}-3-(3-acetylphenyl)-urea;

15 1-<{(3S,4S)-4-[(S)-3-(4-fluorobenzyl)-piperidin-1-ylmethyl]-tetrahydro-pyran-3-yl}-3-(2-morpholin-4-yl-ethyl)-urea;

1-<{(3S,4S)-4-[(S)-3-(4-fluorobenzyl)-piperidin-1-ylmethyl]-1,1-dioxo-tetrahydrothiophen-3-yl}-3-[5-acetyl-4-methylthiazol-2-yl]-urea;

20 1-<{(3S,4S)-4-[(S)-3-(4-fluorobenzyl)-piperidin-1-ylmethyl]-1,1-dioxo-tetrahydrothiophen-3-yl}-3-[3-(1-methyl-1H-tetrazol-5-yl)-phenyl]-urea;

1-<{(3S,4S)-4-[(S)-3-(4-fluorobenzyl)-piperidin-1-ylmethyl]-1,1-dioxo-tetrahydrothiophen-3-yl}-3-[3-acetylphenyl]-urea;

25 1-<{(3S,4S)-4-[(S)-3-(4-fluorobenzyl)-piperidin-1-ylmethyl]-1,1-dioxo-tetrahydrothiophen-3-yl}-3-(2-morpholin-4-yl-ethyl)-urea;

1-(5-acetyl-4-methyl-thiazol-2-yl)-3-{(3R,4S)-4-[(S)-3-(4-fluorobenzyl)-piperidine-1-carbonyl]-1,1-dioxo-tetrahydro-1λ6-thiophen-3-yl}-urea;

1-[(3R,4S)-4-[(S)-3-(4-fluorobenzyl)-piperidine-1-carbonyl]-1,1-dioxo-tetrahydrothiophen-3-yl]-3-(2-morpholin-4-yl-ethyl)-urea;

5 (3S,4S)-3-[(S)-3-(4-fluorobenzyl)-piperidin-1-ylmethyl]-4-{3-[3-methyl-5-(1-methyl-1H-tetrazol-5-yl)-phenyl]-ureido}-pyrrolidine-1-carboxylic acid tert-butyl ester;

10 1-(5-acetyl-4-methylthiazol-2-yl)-3-[(3S,4S)-4-[(S)-3-(4-fluorobenzyl)-piperidin-1-ylmethyl]-pyrrolidin-3-yl]-urea.

13. A pharmaceutical composition, comprising a pharmaceutically acceptable carrier and a therapeutically effective amount of a compound according to Claim 1.

15 14. A method for modulation of chemokine receptor activity comprising administering to a patient in need thereof a therapeutically effective amount of a compound according to Claim 1.

20 15. A method for treating or preventing asthma, comprising administering to a patient in need thereof a therapeutically effective amount of a compound according to Claim 1.

25 16. A pharmaceutical composition comprising a pharmaceutically acceptable carrier and a therapeutically effective amount of a compound according to Claim 12, or a pharmaceutically acceptable salt thereof.

30 17. The method of claim 14 wherein modulation of chemokine receptor activity comprises contacting a CCR3 receptor with an effective inhibitory amount of the compound.

18. A method for treating or preventing inflammatory disorders comprising administering to a patient in need thereof a therapeutically effective amount of a compound according to Claim 12, or a 5 pharmaceutically acceptable salt thereof.

19. A method according to Claim 18, wherein the disorder is selected from asthma, allergic rhinitis, atopic dermatitis, inflammatory bowel diseases, 10 idiopathic pulmonary fibrosis, bullous pemphigoid, helminthic parasitic infections, allergic colitis, eczema, conjunctivitis, transplantation, familial eosinophilia, eosinophilic cellulitis, eosinophilic pneumonias, eosinophilic fasciitis, eosinophilic 15 gastroenteritis, drug induced eosinophilia, HIV infection, cystic fibrosis, Churg-Strauss syndrome, lymphoma, Hodgkin's disease, and colonic carcinoma.

20. The method according to Claim 21, wherein the disorder is selected from asthma, allergic rhinitis, 20 atopic dermatitis, and inflammatory bowel diseases.

21. The method according to Claim 20, wherein the disorder is asthma.